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Letter from the Secretary of the Interior,
transmitting, in response to Senate resolution of
July 18, 1888, reports upon the railroad rights of
way granted through Indian reservations

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LETTER

FROM

THE SECRETARY OF THE INTERIOR,

TRANSMITTING,

In response to Senate resolution of July 18, 1888, reports upon the railroad rights of way granted through Indian reservations.

AUGUST 15, 1888.—Ordered to be printed and referred to the Committee on Indian Affairs.

DEPARTMENT OF THE INTERIOR,
Washington, August 14, 1888.

SIR: I have the honor to acknowledge the receipt of the following resolution of the Senate of the 18th ultimo, viz:

Be it resolved, That the Secretary of the Interior be, and is hereby, instructed and directed to furnish to this body, for the information and use of the Committee on Indian Affairs, true copies of the certificates of incorporation filed in the Department of the Interior by such railroad companies as have been granted the right of way, and for other purposes, through Indian reservations, by acts passed in the Forty-ninth or Fiftieth Congresses, together with those for any other road for which similar bills are now pending before Congress, not including, however, extensions to roads incorporated prior to December 1, 1885.

In response thereto I transmit copies of reports of the Commissioner of Indian Affairs of the 1st instant, and of the General Land Office of the 10th instant, and of the inclosures therein noted.

Very respectfully,

WM. F. VILAS,
Secretary.

THE PRESIDENT PRO TEMPORE OF THE U. S. SENATE.

DEPARTMENT OF THE INTERIOR,
OFFICE OF INDIAN AFFAIRS,
Washington, August 1, 1888.

SIR: I have the honor to acknowledge, by your reference for early report, the receipt of a Senate resolution of July 18, 1888, as follows:

Be it resolved, That the Secretary of the Interior be, and is hereby, instructed and directed to furnish to this body, for the information and use of the Committee on Indian Affairs, true copies of the certificates of incorporation filed in the Department of the Interior by such railroad companies as have been granted the right of way, and for other purposes, through Indian reservations, by acts passed in the Forty-ninth or Fiftieth Congresses, together with those for any other road for which similar bills are now pending before Congress, not including, however, extensions to roads incorporated prior to December 1, 1885.

In reply thereto I have to report that the following railroads were granted the right of way through the following Indian reservation:

Right of way granted by the Forty-ninth Congress.

No.	Railroad.	Reservation.	Statute.	
			Vol.	Page.
1	Chicago, Kansas and Nebraska.....	Indian Territory.....	24	446
2	Denison and Washita Valley.....	do.....	24	117
3	Fort Worth and Denver City.....	do.....	24	419
4	Kansas and Arkansas Valley.....	do.....	24	73
5	Kansas City, Fort Scott and Gulf....	Indian Territory.....	24	124
6	Maricopa and Phoenix.....	Gila River, Arizona.....	24	361
7	Rocky Ford and Cooke City.....	Crow, Montana.....	24	545
8	Saint Paul, Minneapolis and Manitoba.....	Blackfeet, Montana, and Fort Berthold, Dakota.....	24	402
9	Utah Midland.....	Uncompahgre and Uintah, Utah....	24	548

Right of way granted by the Fiftieth Congress.

No.	Railroad.	Reservation.	No. of act.
1	Billings, Clark's Fork and Cooke City.....	Crow, Montana.....	117
2	Choctaw Coal and Railway.....	Indian Territory.....	10
3	Duluth, Rainy Lake River and Southwestern.	Bois Forte and Red Lake, Minnesota.....	61
4	Fort Smith and El Paso.....	Indian Territory.....	110
5	Kansas City and Pacific.....	do.....	88
6	Milwaukee, Lake Shore and Western.....	Lac de Flambeau, Wisconsin.....	118
7	Paris, Choctaw and Little Rock.....	Indian Territory.....	154
8	Puyallup Valley.....	Puyallup, Washington Territory.....	206
9	Washington and Idaho.....	Coeur d'Alene, Idaho.....	109

Upon investigation I find that bills are now pending before Congress granting the right of way to the following railroads through the Indian reservations herein named, and it is possible some of them may have been passed, of which this office has no official notice:

No.	Railroad.	Reservation.	No. of bill.	
			House.	Senate.
1	Aberdeen, Bismarck and Northwestern.	Sioux, Dakota.....	{ 5046 } 7964	{ 1794 }
2	Carson and Colorado.....	Walker River, Nevada.....	.....	1229
3	Cedar Rapids, Iowa Falls and Northwestern.	Pipestone, Minnesota.....	10766	.....
4	Chicago, Milwaukee and Saint Paul.	Lake Traverse, Dakota.....	8561	2218
5	Denver Coal and Railway.....	Indian Territory.....	6805	.....
6	Duluth and Winnipeg.....	Fond du Lac, Minnesota.....	10112	{ 2369 } 3220
7	Durango, Cortez and Utah.....	Southern Ute, Colorado.....	.....	1145
8	Forest City and Watertown.....	Sioux, Dakota.....	6700	2029
9	Fort Smith, Paris and Dardanelle.....	Indian Territory.....	9507	2644
10	Jamestown and Northern.....	Devil's Lake, Dakota.....	.....	1228
11	Leavenworth and Rio Grande.....	Indian Territory.....	7186	.....
12	McPherson, Texas and Gulf.....	do.....	.....	2617
13	Missoula and Northern.....	Flathead, Montana.....	5709	1803
14	Montana, Kansas and Texas.....	Indian Territory.....	7223	.....
15	Moosehead, Leech Lake and Northern.	White Earth, Minnesota.....	{ 6650 } 7261	{ 3319 }
16	Newport and King's Valley.....	Siletz, Oregon.....	5830	1129
17	Northern Pacific.....	Yakama, Washington Territory.....	.....	2217
18	Oregon Railway and Navigation Company.	Nez Perce, Idaho.....	10309	2536
19	Rio Grande Pacific.....	Uintah and Uncompahgre, Utah....	6707	1303
20	Rio Grande and Utah.....	Southern Ute, Colorado.....	7793	.....
21	Saint Louis and San Francisco.....	Indian Territory.....	6612	1697
22	Saint Paul, Black Hills and Pacific..	Sioux, Dakota.....	5045	.....
23	Tucson, Globe and Northern.....	San Carlos or White Mountain, Arizona.....	3062	1265
24	Utah and Northern.....	Fort Hall, Idaho.....	8662	2266
25	Wyoming Midland.....	Wind River, Wyoming.....	10028	.....
26	Yankton and Missouri River (or Valley).	Yankton, Dakota.....	{ 13065 } 7547	{ 2315 } 427

The only certificates of incorporation of any of the above-named roads on file in this office are the Billings, Clark's Fork and Cooke City Railroad, and Puyallup Valley Railroad, and the records are not such as to enable this office to determine whether or not any of the other aforementioned roads were incorporated prior to December 1, 1885. I inclose herewith copy of the certificates of incorporation of the two roads referred to. I would in this connection state that in acting upon these grants of right of way, whenever it was necessary for this office to know whether the roads authorized to pass through such Indian reservation were properly and legally incorporated, information was informally obtained from the railroad division of the General Land Office, where the certificates of incorporation are usually filed.

I respectfully recommend that the Senate resolution herewith and a copy of this report be transmitted to the General Land Office where the papers desired by the Senate Committee on Indian Affairs may be obtained, so far as the same may have been filed in that office.

Very respectfully, your obedient servant,

A. B. UPSHAW,
Acting Commissioner.

The SECRETARY OF THE INTERIOR.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, August 10, 1888.

SIR: Referring to your reference of the 6th instant on Senate resolution of July 18, 1888, calling for the certified copies of the articles of incorporation of such railroad companies as have the right of way over Indian reservations, I have the honor to submit herewith certified copies of papers of the following companies:

Rocky Fork and Cooke City Rwy.
Utah and Northern.
Oregon Rwy. and Navigation.
Missoula and Bitter Root Valley.
Chicago, Kansas and Nebraska.
Chicago, Milwaukee and Saint Paul.
Carson and Colorado.
Denver and Rio Grande Western.
Washington and Idaho.
Forest City and Watertown.

Saint Paul, Minneapolis and Manitoba.
Tucson, Globe and Northern.
Maricopa and Phoenix.
Durango, Cortez and Salt Lake.
Denver and Rio Grande Rwy.
Aberdeen, Bismark, and N. W.
Milwaukee, Lake Shore and Western.
Cedar Rapids, Iowa Falls and NW.
Jamestown and Northern.

The companies above enumerated were organized under the general right-of-way act of March 3, 1875, and where maps of definite location extended over an Indian reservation, the approval of the Secretary was only recommended for such portions of the line of route falling outside lands thus reserved, and the proper officers notified that the authority sought for could only be obtained by special act of Congress.

The Senate resolution and inclosure is herewith returned.

Very respectfully,

S. M. STOCKSLAGER,
Commissioner.

Hon. W. F. VILAS,
Secretary of the Interior.

UNITED STATES OF AMERICA,

Territory of Washington, Office of the Secretary:

I, N. H. Owings, secretary of the Territory of Washington and custodian of the great seal, do hereby certify that I have carefully compared the annexed copy of writing, i. e., "certified copy of articles of incorporation of the Puyallup Valley Railroad Company," indorsed, "Filed in the office of the secretary of Washington Territory, March 30, 1888, recorded April 6th, 1888. Book A, page 613," with the original now on file and of record in my office on page 643 of Book A, and that the same is a correct transcript therefrom and of the whole of said original.

In testimony whereof I have hereunto set my hand and affixed the great seal of said Territory, at Olympia, this twelfth day of May, 1888.

[SEAL.]

N. H. OWINGS,

Secretary of Washington Territory

Articles of incorporation of the Puyallup Valley Railway Company.

Know all men by these presents that we, Levant F. Thompson, Frank R. Spinning, Ezra M. Meeker, Charles H. Ross, Clarence O. Bean, John V. Meeker, and George W. McAllister, all being residents of Washington Territory, have associated and by these presents do associate ourselves together for the purpose of forming a corporation under and by virtue of the laws of Washington Territory, and to that end, pursuant to said law, do make and subscribe to the following written articles of incorporation in triplicate:

ARTICLE I.

The name of the corporation shall be Puyallup Valley Railway Company.

ARTICLE II.

The object for which this corporation is formed is to build, construct, equip, own and operate a railroad from some point in the city of Tacoma, in said county of Pierce to a point in or near the town of Sumner, in the Stuck Valley, in said county, through the town of Puyallup, in the Puyallup Valley, in said county, and to buy, own, sell and convey real estate in the said Territory.

ARTICLE III.

The capital stock of this corporation shall be one hundred thousand (100,000) dollars, divided into one thousand (1,000) shares of one hundred (100) dollars each.

ARTICLE IV.

The term for which this corporation is formed and is to exist is fifty years.

ARTICLE V.

The number of trustees of this corporation shall be seven; and Levant F. Thompson, Frank R. Spinning, Ezra M. Meeker, Charles H. Ross, Clarence O. Bean, J. V. Meeker and George W. McAllister, all residents of Washington Territory, shall be the first trustees of this corporation and who shall manage the affairs and concerns thereof for the first six months after the date hereof.

ARTICLE VI.

The principal place of business of this corporation shall be located at the city of Tacoma, in the county of Pierce and the Territory of Washington.

In witness whereof we have hereunto set our hands and seals at the said county of Pierce and the Territory of Washington this 28th day of March, 1888.

[SEAL.]

[SEAL.]

[SEAL.]

[SEAL.]

[SEAL.]

[SEAL.]

[SEAL.]

LEVANT F. THOMPSON.

FRANK R. SPINNING.

EZRA M. MEEKER.

CHAS. H. ROSS.

C. O. BEAN.

J. V. MEEKER.

GEORGE W. MCALLISTER.

TERRITORY OF WASHINGTON, *County of Pierce, ss :*

This certifies that on this 28th day of March, 1888, before me, John Beverly, a notary public in and for Washington Territory, personally appeared L. F. Thompson, F. R. Spinning, E. M. Meeker, C. H. Ross, C. O. Bean, J. V. Meeker, and G. W. McAllister, personally known to me to be the same persons whose names are subscribed to the foregoing instrument, and they each severally acknowledged to me that they subscribed and executed the same as their free act and deed.

In witness whereof I have hereunto set my hand and affixed my official seal this 28th day of March, 1888.

[SEAL.]

JOHN BEVERLY,
Notary Public in and for Washington Territory.

TERRITORY OF WASHINGTON, *County of Pierce, ss :*

We, L. F. Thompson, F. R. Spinning, E. M. Meeker, C. H. Ross, C. O. Bean, J. V. Meeker, and G. W. McAllister, do solemnly swear that we will support the Constitution of the United States and perform honestly and to the best of our ability the duties of trustees of the Puyallup Valley Railway Company.

[SEAL.]

[SEAL.]

[SEAL.]

[SEAL.]

[SEAL.]

[SEAL.]

[SEAL.]

L. F. THOMPSON.
FRANK R. SPINNING.
EZRA M. MEEKER.
CHAS. H. ROSS.
C. O. BEAN.
J. V. MEEKER.
G. W. MCALLISTER.

Subscribed and sworn to before me this 28th day of March, 1888.

[SEAL.]

JOHN BEVERLY,
Notary Public in and for Wash. Ter.

TERRITORY OF WASHINGTON, *County of Pierce, ss :*

I, Edward Huggins, auditor in and for Pierce County, W. T., hereby certify that the within and foregoing instrument (articles of incorporation of the Puyallup Valley Railway Company), is a full, true, and correct copy of the original thereof, which was filed for record in my office on the 28th day of March, A. D. 1888, at 4.50 o'clock p. m., as appears from said original.

In witness whereof I have hereunto set my hand and affixed my official seal this 29th day of March, A. D. 1888.

[SEAL.]

EDWARD HUGGINS,
Auditor in and for Pierce County, Wash. Ter.

A true copy.

A. B. UPSHAW,
Acting Commissioner.

AUGUST 1, 1888.

UNITED STATES OF AMERICA,

Territory of Washington, Office of the Secretary :

I, N. H. Owings, secretary of the Territory of Washington, and custodian of the great seal, do hereby certify that I have carefully compared the annexed copy of writing, i. e. :

"Certified copy of supplementary articles amending the articles of incorporation of the Puyallup Valley Railway Company." Endorsed : "Filed in the office of the Secretary of Washington Territory, May 29, 1888; recorded May 29, 1883, Book I, page 157," with the original now on file and of record in my office, on page 157 of Book I, and that the same is a correct transcript therefrom and of the whole of said original.

In testimony whereof I have hereunto set my hand and affixed the great seal of said Territory, at Olympia, this 29th day of May, 1888.

[SEAL.]

N. H. OWINGS,
Secretary of Washington Territory.

Supplementary articles amending the articles of incorporation of the Puyallup Valley Railway Company.

Whereas at a regularly called meeting of the stockholders of the Puyallup Valley Railway Company held in pursuance of its by-laws, and at the head office of said com-

pany, at the city of Tacoma, in the Territory of Washington, on the 22d day of May, A. D. 1888, the following resolution was unanimously adopted, to-wit:

Resolved, That the trustees of this company be, and they are hereby, authorized to make, execute, acknowledge, and file supplemental articles amendatory to the articles of incorporation thereof, so as to authorize said company to build, equip, operate, and maintain telegraph, telephone, and railroad lines from a point or points in or near the city of Tacoma, or any portion of the shore of Commencement Bay to a point or points in or near the town of Sumner, passing through or near the town of Puyallup, and to a connection with any railroad now or hereafter built to or near either or all of said termini, and, also, any and all branches from the said lines of said company heretofore, or by such amendment authorized, and to collect toll therefor.

Now, therefore, in order to the carrying into effect the power conferred by the stockholders of said company upon the said trustees thereof, and under and by virtue of the resolution aforesaid, and under and pursuant to the general laws of the Territory of Washington relating to private corporations, be it known that we, a majority of the trustees of said company, that is to say, Levant F. Thompson, vice-president and treasurer of said company; George W. McAllister, its secretary, and Clarence O. Bean, John V. Meeker, Charles H. Ross, and Frank R. Spinning, all being citizens of the United States and of said Territory and composing said trustees thereof, for and on behalf of said company, do hereby in triplicate certify and adopt the following :

ARTICLE I.

Article II (two) of said original articles of incorporation is hereby amended to make the said article read: "The objects for which this corporation is formed are and shall be:"

First. "To build, construct, equip, own, and operate a railway from some point in the city of Tacoma, in said county of Pierce, to a point in or near the town of Sumner, in the Stuck Valley, in said county, through the town of Puyallup, in the Puyallup Valley, in said county; and to buy, own, sell, and convey real estate in the said Territory;" and by adding to said Article II the following clauses, that is to say:

Second. To construct and equip a railroad and telegraph and telephone line from a point or points to be fixed in or near the city of Tacoma, or some portion of the shore of Commencement Bay, by way of the town of Puyallup, passing through or near it, to a point or points in or near the town of Sumner.

Third. To maintain and operate the said railroad and telegraph and telephone lines and each of them, and carry freight and passengers on such railroad lines and each of them, and to receive and transmit messages on said telegraph and telephone lines and each of them, and to collect and receive tolls therefor.

Fourth. To purchase, acquire, hold, maintain, and operate any other railroad or railroads, telegraph line or lines, telephone line or lines which may be hereafter constructed upon the general line of any or all of said railroad, telegraph and telephone lines herebefore mentioned and collect tolls therefor.

Fifth. To facilitate and assist in the construction, building, extension, equipment and operation of any line connecting or intending to connect, or to exchange traffic with the railroad or railroads of this company and for such purpose, to subscribe for or purchase the stocks or bonds of any company owning or constructing or operating any such railroad, and to guarantee or otherwise secure the payment of any such bonds and interest thereon by pledge or mortgage of the property of this corporation, or any part thereof, or otherwise, and to consolidate with, or lease, or contract for the operation or maintenance of any and all railroads so aided.

Sixth. To lease, demise, and let to any other company or corporation authorized to operate railroads and transact business in the Territory of Washington, all and singular its railroads, telegraph and telephone lines, or any of them, then constructed or to be constructed in the nature of a lease, with any such company or corporation, and to transfer to such company or corporation the management or operation of its roads, or any of them, or any portion thereof.

Seventh. To purchase and acquire lands and town lots, whether adjacent or contiguous to its railroad, and to hold, possess, improve, lease, sell, mortgage, and convey, or otherwise dispose of any such land or lots in such manner as may be deemed fit.

Eighth. To borrow money on bonds, notes, or otherwise, for the general purposes of the corporation, and to mortgage its railroads, or any of them, its rolling stock, and any and all other property, or any portion thereof, to secure the payment thereof.

Ninth. To build, lease, purchase, sell, operate, and maintain steam-boats and steamships, and sailing and other vessels and boats, and navigate the waters of Puget Sound, and all other navigable waters in the Territory of Washington, or the States of Oregon and California, or the Province of British Columbia and the North Pacific Ocean, to and

from any and all ports thereon, and tow vessels and transport passengers and freight upon steam or sailing or other vessels or boats, and collect tolls therefor, and sell and dispose of any of said vessels or boats.

Tenth. To build, purchase, hold, own, lease, rent, maintain, operate, mortgage, sell, convey, and dispose of grain elevators, warehouses, docks, wharves, or other buildings for the storing and forwarding of grain, hops, and other commodities along any of said railroad lines, or at ports to and from which said boats or vessels may or may be about to transport passengers and freight, and the conducting thereat and transacting the business of wharfing, and of operating the same, or any of the same, and of collecting and receiving tolls therefor and of purchasing and selling grain, hops, and other commodities, and of transporting the same.

Eleventh. To construct and equip, maintain and operate, for the carriage of freight and passengers, any and all such branch lines of railroad to the main line of said company, and all such branch telegraph and telephone lines as may be deemed necessary, convenient, or expedient by the said company, and receive tolls therefor.

Twelfth. To do all other things necessary, convenient, and proper for the accomplishment of the objects above specified.

In testimony whereof, we have, as such trustees of said company, and on its behalf, on this 22d day of May, A. D. 1888, hereunto and to triplicates hereof, set our hands and seals, and also caused the common seal of the said company to be hereunto affixed.

LEVANT F. THOMPSON, of the town of Sumner, Pierce County, in said Territory. [SEAL.]

JOHN V. MEEKER, of the town of Puyallup, in said county and Territory. [SEAL.]

FRANK R. SPINNING, of the town of Puyallup, in said county and Territory. [SEAL.]

CHARLES H. ROSS, of the town of Puyallup, in said county and Territory. [SEAL.]

GEORGE W. MCALLISTER, of the city of Tacoma, in said county and Territory. [SEAL.]

C. O. BEAN, of the city of Tacoma, in said county and Territory. [SEAL.]

Attest:
[SEAL.]

G. W. MCALLISTER,
Secretary.

Signed, sealed, and delivered in the presence of—

W. H. FIFE.

TERRITORY OF WASHINGTON, *County of Pierce*, ss:

I, W. H. Fife, a notary public in and for said county, do hereby certify that Levant F. Thompson, John V. Meeker, Frank R. Spinning, Charles H. Ross, Clarence O. Bean, and George W. McAllister, personally known to me to be the same persons whose names are subscribed to, and who executed the foregoing supplementary articles, appeared before me this day in person and severally acknowledged that as trustees of the Puyallup Valley Railway Company, and on its behalf, they had freely and voluntarily executed, signed, sealed, and delivered the same for the uses and purposes therein set forth.

Given under my hand and notarial seal this 22d day of May, A. D. 1888.

[SEAL.]

W. H. FIFE,
Notary Public.

TERRITORY OF WASHINGTON, *County of Pierce*, ss:

I, Edward Huggins, auditor in and for said county, hereby certify that the within and foregoing instrument (supplementary articles amending the articles of incorporation of the Puyallup Valley Railroad Company) is a full, true, and correct copy of the original thereof which was filed for record in my office on the 23d day of May, 1888, as appears from said original.

In witness whereof I have hereunto set my hand and affixed my official seal this 24th day of May, A. D. 1888.

[SEAL.]

EDWARD HUGGINS,
Auditor in and for Pierce County, W. T.

A true copy.

A. B. UPSHAW,
Acting Commissioner.

AUGUST 1, 1888.

Certificate of incorporation of the Billings, Clark's Fork and Cooke City Railroad Company.

Know all men by these presents:

That we, the undersigned, under, in conformity with, and in pursuance of article 3, chapter 15, 5th division of an act of the legislative assembly of the Territory of Montana, entitled "An act to revise and codify the general laws of the Territory of Montana in force at the expiration of the eleventh regular session of the legislative assembly on the 21st day of February, A. D. 1879," as enacted at the twelfth regular session of the legislative assembly of said Territory, begun January 10, A. D. 1881, and ending February 23, A. D. 1881, and of all acts of said legislative assembly supplementary thereto, or amendatory thereof, have associated ourselves together for the purpose of locating, constructing, maintaining, and operating a railroad for public use in the conveyance and transportation of persons and property, and of obtaining all rights and privileges granted by said act in connection therewith or pertaining thereto and as expressed therein, and for that purpose have made, signed, executed these articles of association:

First. The corporate name of said company shall be the Billings, Clark's Fork and Cooke City Railroad Company.

Second. The places from and to which said railroad is to be located, constructed, maintained, and operated are as follows:

Commencing at a point in the town of Billings, Yellowstone County, Territory of Montana, south of the main line of the Northern Pacific Railroad; thence westward, and near or along the north bank of the Yellowstone River to a point at, near, or beyond the mouth of the Clark's Fork, where the same empties into the Yellowstone River, to the westerly bank of the Clark's Fork of the Yellowstone River; thence by the most practicable route along the westerly or easterly bank of said Clark's Fork to Rocky Fork, thence crossing said Rocky Fork and along the westerly or easterly bank of the Clark's Fork to the cañon of said Clark's Fork, in the Territory of Wyoming; thence through said cañon of said Clark's Fork through the county of Sweetwater or Fremont, Wyoming, by the most practicable route, to a point terminating at or near Cooke City, in Gallatin County, in the Territory of Montana, a distance of about one hundred miles, with a branch commencing at the mouth of Rocky Fork, where the same empties in the Clark's Fork of the Yellowstone River, in the Territory of Montana; thence by the most practicable route along the northerly or southerly bank of said Rocky Fork, for a distance of about twenty-five miles.

The general course of said railroad, as above set forth, being from Billings through Yellowstone County, in the Territory of Montana, to the boundary line between Montana and Wyoming, and following the cañon of Clark's Fork through the county of Fremont or Sweetwater, in the Territory of Wyoming, to Cooke City, in the county of Gallatin, Montana, besides the branch route above set forth.

Third. The amount of capital stock of said railroad company necessary to construct same shall be \$1,000,000, consisting of 10,000 shares of the par value of \$100 for each share.

Fourth. The names and places of residence of the incorporators of this company who shall manage or direct its affairs until the election of other directors by the stockholders of said company, or until others are chosen in their places, in the manner provided by law, are as follows: Thomas Hanlon, of Billings, Montana; Philip M. Gallaher, of Billings, Montana; George B. Hulme, of Billings, Montana; George V. Sims, of New York City, New York, and Henry Kelly, of Philadelphia, Pennsylvania.

In witness whereof we have hereunto respectfully subscribed our names and places of residence and affixed our respective seals.

THOMAS HANLON,	} of Billings, Mont.
PHILIP M. GALLAHER,	
GEORGE B. HULME,	
GEORGE V. SIMS, of New York.	
HENRY KELLY, of Pennsylvania.	

Dated February 20, 1886, in presence of H. A. Robinson.

STATE OF NEW YORK, *City and County of New York*, ss:

On this twentieth day of February, A. D. 1886, before me, a commissioner duly qualified, and acting for the Territory of Montana, and residing in the city and county aforesaid, personally appeared Thomas Hanlon, Philip M. Gallaher, George B. Hulme, George V. Sims, and Henry Kelly, personally known to me to be the same persons described in and who executed the foregoing instrument, and who severally acknowledged to me

that they executed the same freely and voluntarily for the uses and purposes therein mentioned.

Witness my hand and seal at New York City the day and year aforesaid.

HENRY A. ROBINSON,
Commissioner of Deeds for Montana Territory
(residing in New York).

Filed for record in the office of the secretary of Montana March 29th, at 10 o'clock a. m., A. D. 1886.

WM. B. WEBB,
Secretary of Montana.

UNITED STATES OF AMERICA, *Territory of Montana, ss:*

I, Wm. B. Webb, secretary of the Territory of Montana, do hereby certify that I have compared the annexed and foregoing articles of association of the "Billings, Clark's Fork and Cooke City Railroad Company" with the original thereof filed in my office on the 29th day of March, A. D. 1886, and that the same is a correct transcript therefrom, and of the whole of said original articles of association.

Witness my hand and the seal of the Territory of Montana, this 29th day of March, A. D. one thousand eight hundred and eighty-six.

[L. s.]

WM. B. WEBB,
Secretary of the Territory of Montana.

BILLINGS, CLARK'S FORK AND COOKE CITY RAILROAD COMPANY,
OFFICE OF THE SECRETARY,
150 Broadway, New York, July 24, 1888.

I certify that the foregoing is a true and correct copy of the articles of association of the Billings, Clark's Fork and Cooke City Railroad Company.

[SEAL.]

THEO. FRANKLIN,
Secretary Billings, Clark's Fork and Cooke City Railroad Company.

A true copy.

A. B. UPSHAW,
Acting Commissioner.

AUGUST 1, 1888.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C., August 10, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of articles of incorporation of the Rocky Fork and Cooke City Railway Company is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name and caused the seal of this office to be affixed, at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office.

Certificate of incorporation of the Rocky Fork and Cooke City Railway Company.

Know all men :

That pursuant to Article III, Chapter XV of the Revised Statutes of the Territory of Montana, 1879, entitled "Railroad corporation," act approved May 7, 1873, we the undersigned, natural persons and citizens of the United States, viz, James L. Platt, Hamilton Brown, James B. Hubbell, Walter Cooper, and Samuel Word, do hereby certify to and adopt the following articles of incorporation:

First. The name of this corporation shall be the Rocky Fork and Cooke City Railway Company.

Second. The proposed railway is to be constructed from a point on the Northern Pacific Railroad at or near a siding on said N. P. R. R. known as Laurel, in the Yellowstone County, Montana Territory; thence by the most practicable route to or near the mouth of Clark's Fork River; thence up the said Clark's Fork River on the most practicable line, to or near the mouth of Rock Creek, commonly called Rocky Fork; thence up said Rocky Fork on the most feasible route to the coal mines situated on said creek near Red Lodge post-office, in Gallatin County, in said Territory; thence by the nearest and most practicable route along the base of the mountains to a stream known as Stillwater; thence up said Stillwater stream by the nearest and most practicable route to Cooke City, in said county of Gallatin, in said Territory.

Thirdly. The amount of capital stock of said corporation shall be seven hundred thousand dollars, with power to increase the same to such an amount as the stockholders shall deem necessary to construct and complete said railway.

In witness whereof the said parties hereinbefore named have hereunto set their hands and seals this 10th day of December, A. D. 1886.

[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]

JAMES L. PLATT.
HAMILTON BROWN.
JAMES B. HUBBELL.
WALTER COOPER.
SAMUEL WORD.

TERRITORY OF MONTANA, *County of Silver Bow, ss:*

On this 16th day of December, A. D. 1886, before me, the undersigned, a notary public in and for said Territory, personally appeared Samuel Word, personally known to me to be one of the persons described in and who executed the foregoing instrument, and acknowledged to me that he executed the same freely and voluntarily, and for the uses and purposes therein mentioned.

In witness whereof I have hereunto subscribed my hand and affixed my notarial seal the day and year in this certificate written.

[SEAL.]

C. P. DRENNEN,
Notary Public,

STATE OF IOWA, *Webster County, ss:*

On this 17th day of December, A. D. 1886, before me the undersigned, a notary public in and for said county and State, personally appeared James L. Platt, personally known to me to be one of the persons described in and who executed the foregoing instrument, and acknowledged to me that he executed the same freely and voluntarily, and for the uses and purposes therein mentioned. In witness whereof I have hereunto subscribed my hand and affixed my notarial seal the day and year last aforesaid.

[SEAL.]

JAMES B. WILLIAMS,
Notary Public, Webster County, Iowa.

STATE OF IOWA, *Webster County, ss:*

On this 22d day of December, A. D. 1886, personally appeared before me, John F. Duncombe, the undersigned a notary public in and for said county and State, Hamilton Browne, personally known to me to be one of the persons described in and who executed the foregoing instrument and acknowledged to me that he executed the same freely and voluntarily, and for the uses and purposes therein mentioned.

In witness whereof I have hereunto subscribed my hand and affixed my notarial seal the day and year last aforesaid.

[SEAL.]

JOHN F. DUNCOMBE,
Notary Public, Webster County, Iowa.

TERRITORY OF MONTANA, *County of Gallatin, ss:*

On this 13th day of December, A. D. 1886, before me, the undersigned, a notary public in and for Gallatin County, personally appeared Walter Cooper, personally known to me to be one of the persons described in and who executed the foregoing instrument, and who acknowledged to me that he executed the same freely and voluntarily, and for the uses and purposes therein mentioned.

In witness whereof I have hereunto subscribed my hand and affixed my notarial seal this day and year in this certificate written.

[SEAL.]

JOHN P. MARTIN,
Notary Public,

STATE OF MINNESOTA, *County of Ramsey, ss:*

On this 15th day of December, A. D. 1886, before me, the undersigned, a notary public in and for said county, personally appeared James B. Hubbell, personally known to me to be one of the persons described in and who executed the foregoing instrument, and acknowledged to me that he executed the same freely and voluntarily and for the uses and purposes therein mentioned.

In witness whereof I have hereunto subscribed my hand and affixed my notarial seal the day and year in this certificate written.

[SEAL.]

G. P. STORET,
Notary Public, Ramsey Co., Minn.

UNITED STATES OF AMERICA,
Territory of Montana, ss:

I, Wm. B. Webb, secretary of the Territory of Montana, do hereby certify that I have compared the annexed and foregoing certificate of incorporation of the "Rocky Fork and Cooke City Railway Company" with the original thereof, filed in my office on the 30th day of December, A. D. 1887, and that the same is a correct transcript therefrom, and of the whole of said original certificate of incorporation.

Witness my hand and the seal of the Territory of Montana this 20th day of May, A. D. one thousand eight hundred and eighty-seven.

[SEAL.]

WM. B. WEBB,
Secretary of the Territory of Montana.

Certificate of James B. Hubbell.

I, James B. Hubbell, secretary of the Rocky Fork and Cooke City Railway Company, do hereby certify that the organization of said company has been completed; that the company is fully authorized to proceed with the construction of the road according to the existing laws of the Territory of Montana; and that the copy of the articles of incorporation of the said company hereto attached and filed in the Department of the Interior is a true and correct copy of the same.

In witness whereof I have hereunto set my name and the corporate seal of the company this the 6th day of June, 1887.

[SEAL.]

JAMES B. HUBBELL,
Secretary of the Rocky Fork and Cooke City Railway Company.

Affidavit of Jas. L. Platt.

James L. Platt being first duly sworn, on his oath says: That he is the president of the Rocky Fork and Cooke City Railway Company, and that the following is a true list of the officers of said company, with full name and official designation of each, to wit: James L. Platt, president; Hamilton Browne, vice-president; James B. Hubbell, secretary; Walter Cooper, treasurer; Samuel Word attorney.

[SEAL OF CO.]

JAMES L. PLATT,
President of the Company.

Subscribed and sworn to before me this the 29th day of June, 1887.

[SEAL.]

G. B. WHEELER,
Notary Public.

DEPARTMENT OF THE INTERIOR, GENERAL LAND OFFICE,
Washington, D. C., Aug. 10, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of articles of incorporation of the Utah and Northern Railway Company is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name and caused the seal of this office to be affixed, at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office.

Articles of incorporation of the Utah and Northern Railway Company.

Pursuant to an act of the legislature of Utah Territory, entitled "An act providing for the incorporation of railroad companies and the management of the affairs thereof," approved February 19th, 1869, and the acts of said legislature amendatory thereof, we the undersigned, two-thirds of whom are residents of the said Territory, do hereby adopt the following articles of of incorporation:

ARTICLE I.

The name of this corporation shall be the "Utah and Northern Railway Company."

ARTICLE II.

This corporation shall continue in existence for a period of fifty years from the first day of April, A. D. 1878.

ARTICLE III.

The amount of the capital stock of this corporation shall be nine hundred and sixty thousand (\$960,000) dollars; which shall be divided into nine thousand and six hundred (9,600) shares of one hundred (\$100) dollars each.

ARTICLE IV.

The actual contemplated cost of constructing said railroad, together with the cost of right of way, mode of power, and every other appurtenance and thing for the completion and running of said road, as nearly as can be estimated by competent engineers, is one million (\$1,000,000) dollars.

ARTICLE V.

The number of directors to manage the affairs of this corporation shall be seven. The following are the names of the directors who shall hold their office until others are elected as shall be provided by the by-laws of the company, viz:

John Sharp, Salt Lake City; Sidney Dillon, New York; S. H. H. Clark, Omaha; Benjamin Richardson, Moses Thatcher, William Jennings, Royal M. Bassett, Bridgeport.

ARTICLE VI.

The proposed railroad is to be constructed from Ogden City, Weber County, Territory of Utah, in a northerly direction through the counties of Weber, Box Elder, and Cache, to a point on the northern boundary line of the said Territory immediately south of the town of Franklin, in Oneida County, Idaho Territory, at or near where the said boundary line is now crossed by the track of the Utah Northern Railroad, and its length as near as may be is eighty miles.

ARTICLE VII.

We, the undersigned, do hereby subscribe for and take the number of shares of stock in this corporation set opposite our names, respectively:

Name and residence.	No. of shares.
SIDNEY DILLON (by S. H. H. Clark), New York	395
BENJAMIN RICHARDSON (by S. H. H. Clark), New York	395
S. H. H. CLARK, Omaha, Neb.	1
WILLIAM JENNINGS, Salt Lake City	1
ROYAL M. BASSETT, Birmingham	1
JOHN SHARP, Salt Lake City	1
JOHN SHARP, Jr., Salt Lake City	1
JAMES SHARP (by John Sharp, jr.), Salt Lake City	1
ABRAM GOULD, Salt Lake City	1
A. A. EGBERT, Evanston, W. T.	1
P. S. WILLIAMS, Salt Lake City, U. T.	1
LE GRAND YOUNG, Salt Lake City	1
L. S. HILL, Salt Lake City	1
L. A. CUMMINGS, Salt Lake City	1
ELIAS A. SMITH, Salt Lake City	1
MOSES THATCHER (by Le Grand Young, his attorney in fact), Logan, Utah.	1

TERRITORY OF UTAH, *Salt Lake County*, ss:

John Sharp, William Jennings, and S. H. H. Clark being duly sworn, each for himself deposes and says that he is a director named in the foregoing article of incorporation of the Utah and Northern Railway Company; that the amount of capital stock of the said company set forth in the said articles has been subscribed as therein indicated, and 10 per cent. in cash has been paid thereon to James Sharp, the treasurer appointed by the subscribers; and that the subscribers to said articles are each personally known to him.

S. H. H. CLARK.
JOHN SHARP.
WILLIAM JENNINGS.

Subscribed and sworn to before me this 30th day of April, A. D. 1878.

[L. S.]

WM. CLAYTON,
Notary Public.

TERRITORY OF UTAH, *County of Salt Lake*, ss:

Be it resolved by the stockholders of the Utah and Northern Railway Company that "Article III" of the articles of incorporation of said company be amended by inserting in lieu thereof and substituting therefor the following, to wit:

The amount of the capital stock of this corporation shall be six million (6,000,000) dollars, which shall be divided into sixty thousand (60,000) shares of one hundred (\$100) dollars each, which shall be issued only at the rate of one hundred and twenty shares to the mile of completed and equipped road.

S. H. H. CLARK,
Prest. U. and N. Ry. Co.

TERRITORY OF UTAH, *County of Salt Lake*, ss:

I, Joseph W. Gannett, the duly appointed and acting secretary of the Utah and Northern Railway Company, do hereby certify that the foregoing resolution adopting the above amendment was passed by a unanimous vote of the stockholders at a meeting called for that purpose and held at the office of Williams & Young, in Salt Lake City, Utah Territory, at 11 o'clock a. m. on February 10th, 1879; said amendment was adopted by John Sharp, William Jennings, Parley L. Williams, L. S. Hills, Le Grand Young, Sidney Dillon, S. H. H. Clark, and Benjamin Richardson, owning and holding in their own right, in the aggregate, over three-fourths of the entire capital stock of the Utah and Northern Railway Company.

In witness whereof I have hereunto set my hand and at the same time have affixed the corporate seal of the said Utah and Northern Railway Company this 19th day of February, A. D. 1879.

[L. S.]

JOSEPH W. GANNETT,
Secretary.

TERRITORY OF UTAH, *County of Salt Lake*, ss:

I, Nephi W. Clayton, auditor of public accounts of the Territory of Utah, do hereby certify that the foregoing is a true and correct copy of the articles of association of the Utah and Northern Railway Company, including the amendment thereto, which were duly filed, as is thereon indicated, April 30, 1878, and February 24th, 1879, respectively, in the office of the auditor of public accounts in and for the Territory of Utah, as provided by law.

In testimony whereof I have hereunto set my hand and affixed my official seal this 15th day of May, A. D. 1880.

[L. S.]

N. W. CLAYTON,
Auditor of Public Acc. for Utah Territory.

STATE OF NEBRASKA, *Douglas County*, ss:

I, Joseph W. Gannett, secretary of the Utah and Northern Railway Company, do hereby certify that the foregoing is a true copy of the articles of incorporation of the Utah and Northern Railway Company, incorporated under the general laws of the Territory of Utah, and under and by which its incorporators are associated together and its business affairs managed and transacted.

And I further certify that Silas H. H. Clark is the president of said corporation, and that he is at the date of signing this certificate unable to transact any business by reason of illness, and that this certificate is made by the undersigned alone, under the corporate seal of said company, by reason of such illness of its said president.

In testimony whereof I have hereunto set my hand this 6th day of July, A. D. 1880.

[L. S.]

JOSEPH W. GANNETT,

Articles of incorporation of the Summit County Railroad Company.

TERRITORY OF UTAH, ss:

Whereas the legislative assembly of the Territory of Utah at its eighteenth annual session passed a law entitled "An act providing for the incorporation of railroad companies and the management of the affairs thereof," which was approved by the governor February 12th, 1869:

Now, therefore, we, the undersigned, residents of the Territory aforesaid, have and do by these presents mutually agree to associate ourselves for the purpose of constructing, owning, maintaining, and operating a railroad between the city of Echo and Uinta mining district, county of Summit, Territory of Utah. In accordance therewith we adopted the following articles of incorporation:

ARTICLE I.

The name and style of this association shall be the Summit County Railroad Company.

ARTICLE II.

The number of years that this association shall continue is fifty, commencing this 27th day of November, 1871.

ARTICLE III.

The amount of capital stock of this company shall be six hundred and sixty thousand dollars (\$660,000), which shall be divided into and represented by six thousand six hundred (6,600) shares of one hundred (\$100) dollars each.

ARTICLE IV.

The constructing and putting in successful operation the said railroad with all the necessary appendages of iron, rolling stock, right of way and motive power, and every other appurtenance and thing usually used in the operation of railroads will cost, as estimated by competent engineers, about six hundred and sixty thousand (\$660,000) dollars.

ARTICLE V.

The number of directors to manage the affairs of this association shall be five.

The names of the present directors are: Jos. A. Young, Salt Lake City, U. T.; Wm. W. Cluff, Coalville, Summit Co., U. T.; Geo. Crismon, F. A. Mitchell, and Le Grand Young, Salt Lake City, U. T.

ARTICLE VI.

The route of the proposed railroad, to be constructed, operated, and maintained by this company, as is from Echo Station via Grass Creek, Coalville, Unionville, and Wanship, through Silver Creek Canon, to the Uinta mining district, in the county of Summit, Territory of Utah, the length of the main line being about twenty-six miles.

ARTICLE VII.

In testimony whereof we have hereunto set our hands and seals, and each subscriber agrees to take the number of shares in the capital stock of said company set opposite his name.

Name and residence.	No. of shares.
JOSEPH A. YOUNG (per Le Grand Young, his atty.), Salt Lake City	250
LE GRAND YOUNG, Salt Lake City	5
F. A. MITCHELL, Salt Lake City	25
W. W. CLUFF, Coalville, Utah Ty	50
CHARLES CRISMON, Salt Lake City	25
GEO. CRISMON, Salt Lake City	25
S. L. B. YOUNG, Salt Lake City	5
C. L. ERICSON, Salt Lake City	2
CHAS. RICHINS, Coalville, U. T.	10
S. J. JONASSON, Salt Lake City	2
O. P. ARNOLDS (per Le Grand Young), Salt Lake City	2
H. G. PARK, Salt Lake City	5
B. T. YOUNG, Salt Lake City	4
CHARLES CRISMON, Salt Lake City	25

TERRITORY OF UTAH, *City and County of Salt Lake*, ss :

Be it remembered, That on the twenty-ninth day of November, A. D. 1871, personally appeared before me, Wm. Clayton, a notary public within and for Salt Lake County, in the Territory of Utah, William W. Cluff, Fred. A. Mitchell, and Geo. Crismon, three of the directors of the above-named Summit County Railroad Company, and being by me duly sworn say that the stock to the amount of at least one thousand dollars for each and every mile of the said railroad, intended to be built by said company, to wit, an amount of stock, exceeding forty thousand dollars, has been in good faith subscribed by the members of said company, and that 10 per cent. on the amount of stock subscribed as aforesaid has been actually and in good faith paid in cash to F. A. Mitchell, the treasurer appointed to collect the same by the above-named stockholders, and that the subscribers to the said articles of association are personally known by said affiants to be subscribers thereto and to be the persons as represented.

W. W. CLUFF.
F. A. MITCHELL.
GEORGE CRISMON.

I hereby certify that the foregoing affidavit was duly subscribed and sworn to by W. W. Cluff, F. A. Mitchell, and George Crismon, by and before me this 29th day of November, A. D. 1871.

In testimony whereof I have hereunto set my hand and affixed my notarial seal, at my office, in Salt Lake City, the day and year last above written.

[SEAL.]

WM. CLAYTON,
Notary Public.

TERRITORY OF UTAH, *County of Salt Lake*, ss :

I, N. W. Clayton, auditor of public accounts of the Territory of Utah, do hereby certify that the articles of association of the Summit County Railroad Company, of which the foregoing is a true and correct copy, was, according to law, on the 29th day of November, A. D. 1871, duly filed in the office of the auditor of public accounts of said Territory.

In testimony whereof I have hereunto set my hand this 15th day of May, A. D. 1880.

[SEAL.]

N. W. CLAYTON,
Auditor of Public Accounts for the Territory of Utah.

STATE OF NEBRASKA, *Douglas County*, ss :

I, Joseph W. Gannett, secretary of the Summit County Railroad Company, do hereby certify that the foregoing is a true copy of the certificate of incorporation of the Summit County Railroad Company, incorporated under the general laws of the Territory of Utah, and under and by which its incorporators are associated together and its business affairs managed and transacted.

And I further certify that Silas H. H. Clark is the president of said corporation, and that he is at the date of signing this certificate unable to transact any business by reason of illness, and that this certificate is made by the undersigned alone, under the corporate seal of said company, by reason of such illness of its said president.

In testimony whereof I have hereunto set my hand and affixed the corporate seal of the company this 13th day of July, A. D. 1880.

[SEAL.]

JOSEPH W. GANNETT,
Secretary.

Articles of Association of the Utah Southern Railroad Company.

TERRITORY OF UTAH, *City and county of Salt Lake*, ss :

We, the undersigned, do hereby certify and declare, that we have this seventeenth day of January, A. D. 1871, under and in pursuance of an act of the legislative assembly of the Territory of Utah, entitled "An act providing for the incorporation of railroad companies and the management of the affairs thereof," approved February 19th, A. D. 1869, associated ourselves together as a company, for the purpose of constructing, owning, operating, and maintaining a railroad from the city of Salt Lake, in Salt Lake County, Territory of Utah, to Payson City, in Utah County, in said Territory, together with a branch road from the most eligible point on said railroad to the mouths of Big and Little Cottonwood Kanyons, in Salt Lake County, Territory aforesaid. And we further certify and declare that we have adopted the following articles of association.

ARTICLE I.

The corporate name of this association shall be the "Utah Southern Railroad Company."

ARTICLE II.

The said company shall continue in existence for the period of fifty years from this seventeenth day of January, A. D. 1871.

ARTICLE III.

The amount of capital stock of said association shall be one million five hundred thousand dollars, which shall be divided into and represented by fifteen thousand shares of one hundred dollars each.

ARTICLE IV.

The actual cost of constructing the road, together with the right of way, rolling-stock, stations, and every other appurtenance and thing necessary for the completion of said road is estimated at about one million four hundred thousand dollars.

ARTICLE V.

The number of the directors to manage and control the affairs of this association shall be five. The names and residences of the first five directors are as follows, to wit:

Joseph A. Young, William Jennings, Feramor Little, John Sharp, sr., Daniel H. Wells, Salt Lake City.

ARTICLE VI.

The purpose for which this corporation is organized is to construct, operate, and maintain a railroad, with the necessary and proper branches and extensions. The route of the said railroad is from and to the following places, to wit, From the terminus of the Utah Central Railroad in Salt Lake City, Salt Lake County, Territory of Utah, to Payson City, Utah County, in said Territory, a distance of about sixty-five miles, together with a branch road from the most eligible point on said route to the mouths of Big and Little Cottonwood Canyons, in Salt Lake County, Territory aforesaid, a distance of about eighty miles, making the aggregate length of road, as estimated, seventy-three miles, and running through or near to Draperville, Lehigh, Lake City, Provo, Springville, and Spanish Fork, together with such branches and extensions of the said railroad as this company may at any time be authorized by law to construct, operate, and maintain.

ARTICLE VII.

We, the undersigned, do hereby subscribe to the above articles of association; and each of us agree to take the number of shares in the capital stock of the aforesaid company set against his name, to be paid in lawful installments as called for by the board of directors of said company;

Name and residence.	No. of shares.
DANIEL H. WELLS, Salt Lake City	30
JOS. A. YOUNG, Salt Lake City	500
WILLIAM JENNINGS, Salt Lake City	50
FERAMORZ LITTLE, Salt Lake City	50
JOHN SHARP, Salt Lake City	50
JAMES SHARP, Salt Lake City	25
JOHN SHARP, jr., Salt Lake City	25
J. T. LITTLE, Salt Lake City	25
C. LAYTON, pr. J., Kaysville, Davis County	10
JESSE W. FOX, Salt Lake City	5
LE GRAND YOUNG, Salt Lake City	5
GEORGE SWAN, Salt Lake City	5
SAM'L H. HILL, Salt Lake City	6
THOMAS W. JENNINGS, Salt Lake City	10
S. J. JONASSON, Salt Lake City	5

TERRITORY OF UTAH, *City and County of Salt Lake, ss:*

Be it remembered, that on this seventeenth day of January, A. D. 1871, personally appeared before me, James Jack, a notary public, in and for said city and county, Joseph A. Young, William Jennings, and John Sharp, three of the directors of the above-named "Utah Southern Railroad Company," and being by me duly sworn, say that the stock to the amount of at least one thousand dollars for each and every mile of the said railroad intended to be built by said company, to wit, an amount of stock exceeding seventy-five thousand dollars, has been in good faith subscribed by the members of said company; and that ten per cent. on the amount of stock subscribed as aforesaid has been actually and in good faith paid in cash to S. J. Jonasson, the treasurer appointed to collect the same by the above-named stockholders; and that the subscribers to said articles of association are personally known by said affiants to be subscribers thereto, and to be the persons so represented.

JOS. A. YOUNG.
WILLIAM JENNINGS.
JOHN SHARP.

I hereby certify that the foregoing affidavit was duly subscribed and sworn to by said Joseph A. Young, William Jennings, and John Sharp, by and before me the day and year first above written.

In testimony whereof I have hereunto set my hand and affixed my official seal this seventeenth day of January, A. D. 1871.

[L. s.]

JAMES JACK,
Notary Public.

TERRITORY OF UTAH, *City and county of Salt Lake, ss:*

Be it resolved by the stockholders of the Utah Southern Railroad Company, That the articles of association of the said Utah Southern Railroad Company be amended by inserting instead of "Article VI" the following, to wit:

ARTICLE VI.

The route of the said railroad is from the terminus of the Utah Central Railroad, in Salt Lake City, Salt Lake County, Utah Territory, to York, in Juab County, in said Territory, a distance of seventy-five miles, through or near Draperville, Lehi, American Fork, Provo, Springville, Spanish Fork, Payson, and Santaquin, and running into and through the counties of Salt Lake, Utah, and Juab of said Territory.

JOHN SHARP,
President of the Utah Southern Railroad Co.

Witnessed by
HYRUM S. YOUNG.

TERRITORY OF UTAH, *County of Salt Lake, ss:*

I, Hyrum S. Young, secretary of the Utah Southern Railroad Company, hereby certify that the above and foregoing amendments to the articles of association of the Utah Southern Railroad Company were unanimously adopted at a meeting called and held for that purpose at Brigham Young's office, in Salt Lake City, in the county of Salt Lake, Territory of Utah, at 11 o'clock a. m. January 10th, 1877; and I do further certify that there was represented at the said meeting in person and by written proxy all the stock of the following-named stockholders, to wit: Brigham Young, John Sharp, William Jennings, William H. Hooper, Feramorz Little, Horace S. Eldredge, Jay Gould, Sidney Dillon, Oliver Ames, E. H. Rollins, The Union Pacific Railroad Company, Jesse W. Fox, John Sharp, jr., James Sharp, and James T. Little, amounting to more than three-fourths of the capital stock of the said Utah Southern Railroad Company.

In witness whereof I have hereunto set my hand and affixed the corporate seal of said company this 10th day of January, A. D. 1877.

Witness:
GEORGE SWAN.

HYRUM S. YOUNG,
Secretary of the Utah Southern Railroad Co.

TERRITORY OF UTAH, *County of Salt Lake, ss:*

Be it resolved by the stockholders of the Utah Southern Railroad Company, that the articles of association of the said company be amended by inserting, instead of Article VI, the following, to wit:

ARTICLE VI.

The route of the said railroad is from the terminus of the Utah Central Railroad, Salt Lake City, Salt Lake County, Utah Territory, to Chicken Creek, in Juab County, in said

Territory, a distance of one hundred and five miles, as near as may be, through or near the towns of Draperville, Lehi, American Fork, Provo, Springville, Spanish Fork, Payson, Santaquin, York, and Nephi, and running into and through the counties of Salt Lake, Utah, and Juab, in the said Territory.

JOHN SHARP,
President of the Utah Southern Railroad Company.

TERRITORY OF UTAH, *County of Salt Lake, ss :*

I, Hyrum S. Young, secretary of the Utah Southern Railroad Company, hereby certify that the above and foregoing resolution for an amendment to the articles of association of the said company was unanimously adopted at a stockholders' meeting called and held for that purpose at the banking-house of the Deseret National Bank, Salt Lake City, Salt Lake County, Utah Territory, at 11 o'clock a. m., February 24th, 1879, by the following named stockholders, viz:

John Sharp, Sidney Dillon, Jay Gould, Feramor Little, Horace S. Eldredge, William Jennings, William H. Hooper, James Sharp, John Sharp, jr., James T. Little, H. S. Young, executors of the estate of Oliver Ames, deceased, L. S. Hills, Union Pacific Railroad Company, by its duly authorized agent, L. D. Young, Willard Young, Susa Young, Dora Young, Eveline Y. Davis, Phebe Y. Beattie, Francis Armstrong, holding and owning in the aggregate over three-fourths of the capital stock of said railroad company.

In testimony whereof I have hereunto set my hand and the seal of this said corporation this 24th day of February, A. D. 1879.

HYRUM S. YOUNG,
Secretary Utah Southern R. R. Co.

TERRITORY OF UTAH, *County of Salt Lake, ss :*

I, N. W. Clayton, auditor of public accounts of the Territory of Utah, do hereby certify that the articles of incorporation of the Utah Southern Railroad Company, of which the foregoing is a true and correct copy, was, according to law, on the 5th day of February, A. D. 1871, duly filed in the office of the auditor of public accounts of said Territory.

In testimony whereof I have hereunto set my hand this 15th day of May, A. D. 1880.
[SEAL.] N. W. CLAYTON,

Auditor of Public Accounts, Utah.

TERRITORY OF UTAH, *County of Salt Lake, ss :*

I, John Sharp, president of the Utah Southern Railroad Company, do hereby certify that the foregoing is a true and correct copy of the articles of incorporation of the Utah Southern Railroad Company, under and by which its incorporators are associated together and its business affairs managed and transacted.

In testimony whereof I have hereunto set my hand this 15th day of May, A. D. 1880.
[SEAL.] JOHN SHARP,

President Utah Southern R. R. Co.

Attest:

LE GRAND YOUNG,
H. S. YOUNG,
Secretary Utah Southern R. R. Co.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C., Aug. 10, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of articles of incorporation of the Oregon Railway and Navigation Co., under act Mar. 3, 1875, is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name and caused the seal of this office to be affixed, at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office.

Articles of incorporation of the Oregon Railway and Navigation Company.

Know all men by these presents :

That we, the undersigned, Henry Villard, James B. Fry, Artemus H. Holmes, Christian Bors, W. H. Starbuck, and Charles E. Bretherton, all of the city and State of New York, and H. W. Corbett, C. H. Lewis, J. N. Dolph, Paul Schulze, and H. Thielsen, all of Portland, Oregon, do hereby associate ourselves as a corporation under the general incorporation laws of the State of Oregon, and do hereby adopt the following articles of incorporation.

ARTICLE I.

The name of the corporation shall be the Oregon Railway and Navigation Company.

ARTICLE II.

The duration of the corporation shall be ninety-nine years.

ARTICLE III.

The business of this corporation shall be—

First. To construct and equip the following railroad and telegraph lines, namely: First. A line along the south side of the Columbia River, between Portland and Umatilla. Second. A line from Umatilla across the Blue Mountains through the Grande Ronde Valley in a southeasterly direction, to a point on the east State line of Oregon towards Boise City. Third. A line from Umatilla to Wallula, in Washington Territory. Fourth. A line from Wallula, in Washington Territory, by way of Weston, southwardly, to the point of intersection with the line in Oregon secondly described. Fifth. From Walla Walla, in Washington Territory, in a northeasterly direction, by Dayton, to the Snake River. Sixth. From a point on the Snake River, in Washington Territory, near the mouth of the Palouse River, along the valley of the Palouse River, in a northeasterly direction, to the head-waters of the Spokane River, and to maintain and operate such railroad, telegraph line and branches, carry freight and passengers thereon, and receive tolls for same.

Second. To purchase or consolidate with, or lease, or operate and maintain, on such terms as may be agreed upon, any railroad or railroads in Oregon, Washington, Idaho, or Utah, with its or their rolling stock, equipments, or appurtenances, and to complete the same to its authorized terminus.

Third. To facilitate and assist the construction, building, extension, equipment, and operation of any railroad line, steam-ship line, or steam-boat line in Oregon, Washington, or Idaho, or steam-ship line running from Portland to any other ports on the Pacific Ocean, and connecting or intending to connect or exchange traffic with the railroads, steam-boats or steam-ships, of this corporation, and for such purpose to subscribe for or purchase the stocks or bonds of any company owning or operating any such railroads, steam-ships or steam-boats, to guarantee or otherwise secure the payment of any such bonds, or the interest thereon, by pledge or mortgage of the property of this corporation, or any part thereof, or otherwise, and to consolidate with, or to lease or contract for the operation and maintenance of any and all such railroad, steam-ship, or steam-boat companies so aided, and to obtain from Congress or the legislatures of Washington, Idaho, or Utah Territories the necessary charters or other legislative authorities for the extension of the railroads of this company into said Territories, or for the carrying out of any other of the objects herein specified.

Fourth. To build, purchase, and own, and run steam-ships between the ports of Portland, Astoria, Victoria, Sitka, San Francisco, or any other ports in the North Pacific Ocean and steam-boats on the Columbia, Willamette, and Snake Rivers, and also docks, piers, warehouses, locks, ferry-boats, stages, and other means of transportation in connection with the railroads, steam-ships, and steam-boats above mentioned.

Fifth. To purchase or acquire lands or lots, whether adjacent or contiguous to its railroads, docks, or warehouses, or not, and to hold, possess, improve, lease, sell, mortgage, or otherwise dispose of such lands in such manner as may be deemed fit.

Sixth.—To borrow money on bonds, notes, or otherwise, for the general purposes of the corporation, and to mortgage its railroads, steam-ships, steam-boats, franchises, rolling stock, and any and all other property to secure the payment thereof.

Seventh. To do all other things necessary or proper for the accomplishing the objects above specified.

ARTICLE IV.

The principal office of the company shall be at Portland, Oregon.

ARTICLE V.

The capital stock of the company shall be six millions (\$6,000,000) of dollars.

ARTICLE VI.

Such capital stock shall be divided into sixty thousand shares of one hundred dollars each.

ARTICLE VII.

Three directors shall form a quorum of the board of directors, whatever may be their number.

ARTICLE VIII.

H. W. Corbett, J. N. Dolph, and C. E. Bretherton, or any two of them, are hereby appointed to open stock books, receive subscriptions, and organize the company.

In witness whereof we have to these presents, executed in triplicate, set our hands and seals this twelfth day of June, in the year of our Lord one thousand eight hundred and seventy-nine.

HENRY VILLARD [L. S.],
 (By Chas. E. Bretherton, attorney in fact.)
 JAMES B. FRY [L. S.],
 (By Chas. E. Bretherton, attorney in fact.)
 ARTEMUS H. HOLMES [L. S.],
 (By Chas. E. Bretherton, attorney in fact.)
 WILLIAM H. STARBUCK [L. S.],
 (By Chas. E. Bretherton, attorney in fact.)
 CHRISTIAN BORS [L. S.],
 (By Chas. E. Bretherton, attorney in fact.)
 CHARLES E. BRETHERTON [L. S.].
 H. W. CORBETT [L. S.].
 C. H. LEWIS [L. S.].
 J. N. DOLPH [L. S.].
 PAUL SCHULZE [L. S.].
 H. THIELSEN [L. S.].
 (By Chas. E. Bretherton, attorney in fact.)

Witnesses:

I. R. MOORES.
 C. SENGSTAKE.

STATE OF OREGON, *County of Multnomah*, ss:

Be it remembered that on this 12th day of June, 1879, before me, the undersigned, a notary public in and for said county and State, personally appeared the within-named Charles E. Bretherton, known to me to be the identical person described in, and who executed the within instrument as the attorney in fact of Henry Villard, James B. Fry, Artemus H. Holmes, W. H. Starbuck, H. Thielsen, and Christian Bors, and acknowledged to me that he executed the same in the name and as attorney in fact of said Henry Villard, James B. Fry, Artemus H. Holmes, W. H. Starbuck, H. Thielsen, and Christian Bors, for the uses and purposes therein mentioned.

In witness whereof I have hereunto set my hand and notarial seal on the day and year above written.

[Notarial seal.]

I. R. MOORES,
Notary Public.

STATE OF OREGON, *County of Multnomah*, ss:

Be it remembered that on this 12th day of June, 1879, before me, the undersigned, a notary public in and for said county and State, personally appeared the within-named Charles E. Bretherton, H. W. Corbett, C. H. Lewis, J. N. Dolph, and Paul Schulze, known to me to be the identical persons described in, and who executed the within instrument, and acknowledged to me that he executed the same as his act and deed, for the uses and purposes therein mentioned.

In witness whereof I have hereunto set my hand and notarial seal on the day and year above written.

[Notarial seal.]

I. R. MOORES,
Notary Public.

UNITED STATES OF AMERICA.

State of Oregon, Secretary's Office.

SALEM, November 24, 1879.

I, R. P. Earhart, secretary of the State of Oregon, do hereby certify that I am the custodian of the great seal of the State of Oregon.

That the foregoing copy of the articles of incorporation of the Oregon Railway and Navigation Company has been by me compared with the original articles of incorporation of the Oregon Railway and Navigation Company on file in this office, and said copy is a correct transcript therefrom, and of the whole of the said original articles of incorporation.

In witness whereof I have hereto set my hand and affixed the great seal of the State of Oregon the day and year above written.

[SEAL.]

R. P. EARTHART,
Secretary of the State of Oregon.

STATE OF OREGON, *County of Multnomah:*

I, James A. Smith, county clerk of Multnomah County, do hereby certify that on the 13th day of June, A. D. 1879, there was filed in the county clerk's office of Multnomah county, in the State of Oregon, by the Oregon Railway and Navigation Company, and now remains on file in the clerk's office and in my custody, one original of the triplicate copies of the articles of incorporation of said Oregon Railway and Navigation Company, and that the attached and foregoing copy of the articles of incorporation of said Oregon Railway and Navigation Company is a true copy of the said original on file in my office and in my custody.

In witness whereof I have hereunto set my hand and affixed the seal of said county this 31 day of December, A. D. 1879.

[SEAL.]

JAMES A. SMITH, *Clerk,*
By A. E. BOSTHWICK, *Deputy.*

STATE OF OREGON, *County of Multnomah, ss:*

I, Troilus H. Tyndale, assistant and acting secretary of the Oregon Railway and Navigation Company, a corporation duly incorporated under the laws of the State of Oregon, hereby certify that the foregoing copy of the articles of incorporation of the said Oregon Railway and Navigation Company is a true and correct copy of the original articles of incorporation of said company executed in triplicate, one of which triplicate articles was filed in the office of said company on the 13th day of June, 1879, and now remains on file in the office of said company at Portland, in the county of Multnomah and State of Oregon.

In witness whereof I have hereunto set my hand and affixed the corporate seal of said company this 27th day of January, A. D. 1880.

[SEAL.]

TROILUS H. TYNDALE,
Assistant and Acting Secretary.

UNITED STATES OF AMERICA,

State of Oregon, ss:

I, Troilus H. Tyndale, assistant and acting secretary of the Oregon Railway and Navigation Company, a corporation duly incorporated under the laws of the State of Oregon, hereby certify that the organization of the said Oregon Railway and Navigation Company has been completed; that said company is duly organized and is duly and fully authorized to proceed with the construction of its roads and the transaction of the business mentioned in its articles of incorporation, according to the existing laws of the State of Oregon; and that said company has in all respects complied with the laws of Washington Territory authorizing foreign corporations to transact business in said Territory, and said company is duly authorized to proceed with the construction of its road and the transaction of its business in said Washington Territory according to the existing law of said Territory; and that the copy of the articles of incorporation of said company hereto attached to be filed with the Secretary of the Interior is a true and correct copy.

In witness whereof I have hereunto set my hand and affixed the corporate seal of said company this 27th day of January, A. D. 1880.

[SEAL.]

TROILUS H. TYNDALE,
Assistant and Acting Secretary.

PORTLAND, OREGON, *Sept. 2nd, 1882.*

To the Hon. SECRETARY OF THE TREASURY,
Washington City, D. C.:

DEAR SIR: Enclosed please find certified copy of an exemplified copy of the supplementary articles of incorporation of the Oregon Railway and Navigation Company, filed

and recorded in the office of the secretary of Washington Territory, in accordance with the laws of that Territory relating to the transaction of business in the Territory by foreign corporations.

This copy is also certified to by the secretary of the company, the secretary of state, and the county clerk, in accordance with the regulations of the Department, so as to save the necessity of filing in your office duplicate copies of the articles.

The original articles of incorporation of the company and all other necessary papers have heretofore been duly filed and approved by the Department.

This copy is filed in your office to cover the additional lines of railroad authorized by the supplementary articles.

Respectfully yours,

J. N. DOLPH,
Attorney for the Oregon Railway and Navigation Company.

UNITED STATES OF AMERICA,

State of Oregon, County of Marion, ss :

I, R. P. Earhart, secretary of the State of Oregon, do hereby certify that I have compared the following and annexed copy of the supplementary articles of incorporation of the Oregon Railway and Navigation Company with the original supplementary articles of incorporation of the Oregon Railway and Navigation Company, a corporation under the laws of the State of Oregon, as the same now remains on file in the office of the secretary of state of the State of Oregon, and in my custody, and that the same is a true copy of such original supplementary articles of incorporation, and of the whole thereof.

I further certify that said supplementary articles of incorporation were duly filed according to law in the office of the secretary of state of the State of Oregon on the 19th day of August, A. D. 1882.

In witness whereof I have hereunto set my hand and affixed the great seal of the State of Oregon this 1st day of Sept., A. D. 1882.

[SEAL.]

R. P. EARTHART,
Secretary of State of the State of Oregon.

STATE OF OREGON, *County of Multnomah, ss :*

I, Wm. R. Sewall, county clerk of Multnomah County, in said State, do hereby certify that I have compared the following and annexed copy of the supplementary articles of incorporation, with the original supplementary articles of incorporation of the Oregon Railway and Navigation Company, a corporation under the laws of the State of Oregon, as the same remains on file in the office of the county clerk of Multnomah County, State of Oregon, and in my custody, and that the foregoing is a true copy of such original supplementary articles of incorporation, and of the whole thereof.

I further certify that said supplementary articles of incorporation were duly filed according to law in the office of the county clerk of Multnomah County on the 18th day of August, A. D. 1882.

In witness whereof I have hereunto set my hand and affixed my official seal this 1st day of September, 1882.

[SEAL.]

WM. R. SEWALL,
County Clerk of Multnomah County, State of Oregon.

STATE OF OREGON, *County of Multnomah, ss :*

I, Theodore Wygant, secretary of the Oregon Railway and Navigation Company, hereby certify that I have compared the following and annexed copy of the supplementary articles of incorporation with the original supplementary articles of incorporation of the Oregon Railway and Navigation Company, a corporation under the laws of the State of Oregon, as the same remains on file in my office and in my custody as secretary of said company, and that the same is a true copy of such original supplementary articles of incorporation, and of the whole thereof.

In witness whereof I have hereunto set my hand and affixed the corporate seal of said company this 31st day of August, A. D. 1882.

[SEAL.]

THEODORE WYGANT,
Secretary of the Oregon Railway and Navigation Company.

Supplementary articles of incorporation.

Whereas at the annual meeting of the stockholders of the Oregon Railway and Navigation Company, held at the office of said corporation in the city of Portland, in the

State of Oregon, on the 19th day of June, A. D. 1882, the following resolutions were, by the vote of the holders of more than three-fourths of the capital stock of said company, and by the unanimous vote of all the stock represented at said meeting, adopted, namely:

Resolved, That the directors of this company be, and they are hereby, instructed and directed to file, as soon as they can be reasonably prepared and executed, supplementary articles of incorporation, amending Article III of the present articles of this company by inserting at the end of subdivision VII of Article III of the original articles the following subdivisions:

VIII. To construct and equip the following railroad and telegraph lines, namely:

First. A line from the city of Walla Walla, in Washington Territory, in a generally northeasterly direction to Snake River, at or near Texas Ferry, and thence following the valley of the Snake River to Lewiston, in Idaho Territory, with a branch from a point on said line about three miles south of Grange City in a generally easterly direction to the said city of Lewiston.

Second. A line from the said city of Walla Walla to the town of Pendleton, in the county of Umatilla, in the State of Oregon.

Third. A line from a junction with the present railroad of said company between The Dalles and Umatilla, in the State of Oregon, at a point at or near the mouth of John Day's River, up the valley of said river a distance of about ninety miles to the big bend of said river, with a branch from said line from a point at or near the mouth of Rock Creek up the valley of said Rock Creek to a point about thirty miles distant from the mouth thereof.

Fourth. A line from a junction with the road of said company extending from The Dalles to Umatilla, in the State of Oregon, at or near the mouth of Willow Creek, up the valley of Willow Creek to the town of Heppner.

Fifth. A line from a point of junction with the present located line of said company's road from Umatilla to Baker City, at or near the mouth of Butter Creek, up the valley of Butter Creek, to a point thirty miles distant from said point of junction, and to maintain and operate such railroad and telegraph lines and branches and carry freight and passengers thereon and receive tolls for the same.

Know all men by these presents :

That we, the undersigned, Henry Villard, A. H. Holmes, W. H. Starbuck, C. H. Lewis, J. N. Dolph, S. G. Reed, Wm. Endicott, jr., Geo. M. Pullman, H. Failing, W. S. Ladd, and C. H. Prescott, being all the directors of the Oregon Railway and Navigation Company, in pursuance of said resolution do hereby adopt the following:

Supplementary articles of incorporation of the Oregon Railway and Navigation Company.

The Oregon Railway and Navigation Company hereby adopts the following supplementary articles of incorporation in addition to its present articles of incorporation for the purpose of engaging in the new enterprises or business pursuits hereinafter specified in addition to the enterprises described in the original articles of incorporation and in the same manner as if there were inserted at the end of subdivision 7 of article 3 of the original articles the following subdivision:

VIII. To construct and equip the following railroad and telegraph lines, namely:

First. A line from the city of Walla Walla, in Washington Territory, in a generally northeasterly direction to Snake River, at or near Texas Ferry, and thence following the valley of the Snake River to Lewiston, in Idaho Territory, with a branch from a point on said line about three miles south of Grange City in a generally easterly direction to the said city of Lewiston.

Second. A line from the said city of Walla Walla to the town of Pendleton, in the county of Umatilla, in the State of Oregon.

Third. A line from a junction with the present railroad of said company between The Dalles and Umatilla, in the State of Oregon, at a point at or near the mouth of John Day's River up the valley of said river a distance of about ninety miles to the big bend of said river, with a branch from said line from a point at or near the mouth of Rock Creek, up the valley of said Rock Creek to a point about thirty miles distant from the mouth thereof.

Fourth. A line from a junction with the road of said company extending from The Dalles to Umatilla, in the State of Oregon, at or near the mouth of Willow Creek, up the valley of Willow Creek to the town of Heppner.

Fifth. A line from a point of junction with the present located line of said company's road from Umatilla to Baker City, at or near the mouth of Butter Creek, up the valley of Butter Creek to a point thirty miles distant from the said point of junction and to

maintain and operate such railroad and telegraph lines and branches and carry freight and passengers thereon and receive tolls for the same.

In witness whereof we have to these presents executed in triplicate set our hands and seals this 3d day of July, in the year of Our Lord, one thousand eight hundred and eighty-two.

In presence of W. T. Hume, Joseph Simon.

Signed and sealed by H. Villard, A. H. Holmes,
W. H. Starbuck, S. G. Reed, Wm. Endicott, jr.,
and Geo. M. Pullman, in the presence of H. H.
Tyndall, C. A. Spofford.

[	H. VILLARD.	[SEAL.]
	ARTEMUS H. HOLMES.	[SEAL.]
	W. H. STARBUCK.	[SEAL.]
	C. H. LEWIS.	[SEAL.]
	J. N. DOLPH.	[SEAL.]
	S. G. REED.	[SEAL.]
	WM. ENDICOTT, JR.	[SEAL.]
	GEO. M. PULLMAN.	[SEAL.]
	HENRY FAILING.	[SEAL.]
	W. S. LADD.	[SEAL.]
	C. H. PRESCOTT.	[SEAL.]

STATE OF OREGON, *County of Multnomah ss:*

Be it remembered that on this third day of July, A. D. 1882, before me the undersigned, a notary public in and for said county and State, personally appeared the above named C. H. Lewis, J. N. Dolph, Henry Failing, W. S. Ladd, and C. H. Prescott, who are known to me to be the identical persons described in and who executed the foregoing instrument and acknowledged to me that they executed the same for the uses and purposes therein mentioned.

In testimony whereof I have hereunto set my hand and seal the day and year last above written.

[SEAL.]

W. T. HUME,
Notary Public in and for Oregon.

STATE OF NEW YORK, *City and County of New York, ss:*

Be it remembered that on this 1st day of August, 1882, before me, Hector H. Tyndale, a commissioner of the State of Oregon in and for the State of New York, personally appeared the above named Henry Villard, Artemas H. Holmes, William H. Starbuck, Simeon G. Reed, William Endicott, jr., and George M. Pullman, who are known to me to be the persons described in and who executed the foregoing instrument, and they severally acknowledged to me that they executed the same freely and voluntarily and for the uses and purposes therein mentioned.

In witness whereof I have hereunto set my hand and affixed my official seal on the date above written.

[SEAL.]

HECTOR H. TYNDALE,
Commissioner for Oregon in New York.

STATE OF OREGON, *County of Multnomah, ss:*

I, Theodore Wygant, secretary of the Oregon Railway and Navigation Company, hereby certify that I have compared the foregoing copy of supplementary articles of incorporation with the original supplementary articles of incorporation of the Oregon Railway and Navigation Company, a corporation under the laws of Oregon, as the same remain on file in my office and in my custody as secretary of said company, and that the foregoing is a true copy of such original supplementary articles of incorporation and of the whole thereof.

In witness whereof I have hereunto set my hand and affixed the corporate seal of said company this 21st day of August, A. D. 1882.

[SEAL.]

THEODORE WYGANT,
Secretary of the Oregon Railway and Navigation Company.

STATE OF OREGON, *County of Multnomah, ss:*

I, W. R. Sewall, county clerk of Multnomah County, in said State, do hereby certify that I have compared the foregoing copy of supplementary articles of incorporation with

the original supplementary articles of incorporation of the Oregon Railway and Navigation Company, a corporation under the laws of the State of Oregon, as the same remain on file in the office of the county clerk of Multnomah County, State of Oregon, and in my custody, and that the foregoing is a true copy of such original supplementary articles of incorporation and of the whole thereof.

I further certify that said supplementary articles of incorporation were duly filed according to law in the office of the county clerk of Multnomah County on the 18th day of August, A. D. 1882.

In witness whereof I have hereunto set my hand and affixed my official seal this 21st day of August, A. D. 1882.

[SEAL.]

WM. R. SEWALL,
County Clerk of Multnomah County.

UNITED STATES OF AMERICA,

State of Oregon, County of Marion, ss :

I, R. P. Earhart, secretary of the State of Oregon, do hereby certify that I have compared the foregoing copy of supplementary articles of incorporation of the Oregon Railway and Navigation Company with the original supplementary articles of incorporation of the Oregon Railway and Navigation Company, a corporation under the laws of Oregon, as the same now remain on file in the office of the secretary of state of the State of Oregon and in my custody, and that the foregoing is a true copy of such original supplementary articles of incorporation and of the whole thereof.

I further certify that said supplementary articles of incorporation were duly filed according to law in the office of the secretary of the State of Oregon on the 19th day of August, A. D. 1882.

In witness whereof I have hereunto set my hand and affixed the great seal of the State of Oregon this 19th day of August, A. D. 1882.

[SEAL.]

R. P. EARTHART,
Secretary of State of the State of Oregon.

TERRITORY OF WASHINGTON, *County of Thurston, ss :*

I, N. H. Owings, secretary of Washington Territory, hereby certify that I have compared the foregoing copy of supplementary articles of incorporation with the exemplified copy of the supplementary articles of incorporation of the Oregon Railway and Navigation Company on file and of record in the office of the secretary of Washington Territory and in my custody, and that the same is a true and correct copy of such exemplified copy and of the whole thereof.

And I further certify that the said supplementary articles of incorporation of the Oregon Railway and Navigation Company were duly filed according to law in my office and duly recorded at page 504 of the book of records of articles of incorporation on the 22d day of August, A. D. 1882.

In testimony whereof I have hereunto set my hand and affixed the great seal of said Territory at Olympia, this 22 day of August, A. D. 1882.

N. H. OWINGS,
Secretary of Washington Territory.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C., August 10, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of articles of incorporation of the Missoula and Bitter Root Valley R. R. Co. is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name and caused the seal of this office to be affixed at the city of Washington on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office.

UNITED STATES OF AMERICA, *Territory of Montana, ss :*

I, Wm. B. Webb, secretary of the Territory of Montana, do hereby certify that I have compared the annexed and foregoing certificate of incorporation of "The Missoula and

Bitter Root Valley Railroad Company" with the original thereof filed in my office on the 17th day of January, A. D. 1887, and that the same is a correct transcript therefrom and of the whole of said original certificate of incorporation.

Witness my hand and the seal of the Territory of Montana this 21st day of July, A. D. one thousand eight hundred and eighty-seven.

[L. s.]

WM. B. WEBB,
Secretary of the Territory of Montana.

TERRITORY OF MONTANA, *County of Lewis and Clarke, ss:*

I hereby certify that the certificate of incorporation of the Missoula and Bitter Root Valley Railroad Company was filed in this office on the 17th day of January, A. D. 1887, and is duly recorded in volume 5 of miscellaneous records, on page 590 *et seq.*

Witness my hand and seal this the 21st day of July, 1887.

[L. s.]

W. E. FREDERICK,
County Clerk and Recorder.

I, Samuel T. Hauser, president of the Missoula and Bitter Root Valley Railroad Company, do hereby certify that the organization of said company has been completed; that the company is fully authorized to proceed with the construction of the road according to the existing laws of the Territory, and that the copy of the articles of incorporation of the company filed in the Department of the Interior is a true and correct copy of the same.

In witness whereof I have hereunto set my name and the corporate seal of the company.

[L. s.]

S. T. HAUSER,
President Missoula and Bitter Root Valley Railroad Co.

Samuel T. Hauser, being duly sworn, says he is president of the Missoula and Bitter Root Valley Railroad Company, and that the following is a true list of the officers of said company, with full name and official designation of each, to wit: President, Samuel T. Hauser; vice-president, A. B. Hammond; treasurer, E. L. Bonner; secretary, Hervey Barbour.

[L. s.]

SAMUEL T. HAUSER,
President.

Subscribed and sworn to before me this twentieth day of July, A. D. 1887.

[L. s.]

EDWARD W. KNIGHT, JR.,
Notary Public.

Certificate of incorporation.

This is to certify—

That we, the undersigned, to wit, Samuel T. Hauser, Andrew B. Hammond, Michael J. Connell, Frank L. Worden, John T. Murphy, Thomas C. Power, and Lee Mantle, of the Territory of Montana, do hereby associate ourselves together for the purpose of forming a railroad corporation in the Territory of Montana.

1st. The name of the said corporation shall be "The Missoula and Bitter Root Valley Railroad Company."

2nd. The county where the termini of said railroad are to be located is Missoula County, Montana Territory, in which county the whole of said railroad is located; and the general route thereof shall be from the town of Missoula, Missoula County, Montana Territory, across the Hell Gate River to the Bitter Root or St. Mary's River; thence up the valley of the said Bitter Root by the way of La Lo, Stevensville, Corvallis, Skalkako, and the mouth of the west fork of the Bitter Root River to Ross's Hole, with a branch thirty (30) miles up and along the west fork of the Bitter Root River, and a branch from Stevensville up to Sweathouse Creek to a point thereon one mile easterly from the Pleasant View quartz mine, by the most practicable routes.

3d. The amount of the capital stock necessary to construct the said railroad, and herein fixed, is one million dollars (\$1,000,000).

4th. The general offices of said company shall be located, and the business of said road shall be conducted at Helena, Montana.

In witness whereof the parties have hereunto subscribed their names and affixed their seals, and acknowledged this certificate this fourth day of January, in the year of our Lord one thousand eight hundred and eighty-seven.

[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]

SAMUEL T. HAUSER.
ANDREW B. HAMMOND.
MICHAEL J. CONNELL.
FRANK L. WORDEN.
JOHN T. MURPHY.
THOMAS C. POWER.
LEE MANTLE.

TERRITORY OF MONTANA, *Lewis and Clarke County*, ss :

Be it remembered that on this fourth day of January, A. D. 1887, personally appeared before me, James U. Sanders, a notary public in and for said county and Territory, Samuel T. Hauser, Andrew B. Hammond, Michael J. Connell, John T. Murphy, and Thomas C. Power, severally known to me to be the persons described in and who executed the foregoing instrument, and who then each acknowledged to me that he executed the same freely and voluntarily, and for the uses and purposes therein mentioned.

In witness whereof I have hereunto subscribed my name and affixed my official seal the day and year in this certificate last above mentioned.

[SEAL.]

JAMES U. SANDERS,
Notary Public, Montana.

MONTANA TERRITORY, *Silver Bow County*, ss :

Be it remembered that on this 7th day of January, A. D. 1887, personally appeared before me, Charles S. Warren, a notary public in and for said county and Territory, Lee Mantle, known to me to be the same person described in and who executed the foregoing instrument as a party thereto, and who acknowledged to me that he had so executed the same freely and voluntarily, and for the uses and purposes therein expressed.

In testimony whereof I have hereunto subscribed my name and affixed my official seal the day and year in this certificate first above mentioned.

[SEAL.]

CHARLES S. WARREN,
Notary Public, Montana.

MONTANA TERRITORY, *Missoula County*, ss :

Be it remembered that on this 4th day of January, A. D. 1887, personally appeared before me, W. J. McCormick, a notary public in and for said county and Territory, Frank L. Warden, personally known to me to be the same person mentioned in and who executed the foregoing instrument as a party thereto, and who acknowledged to me that he had so executed the same freely and voluntarily, and for the uses and purposes therein expressed.

In testimony whereof I have hereunto subscribed my name and affixed my official seal the day and year first above written.

[SEAL.]

W. J. MCCORMICK,
Notary Public.

I, Hervey Barbour, secretary of the Missoula and Bitter Root Valley Railroad Company, do hereby certify that the foregoing is a true and correct copy of the articles of incorporation of said company, as filed in the respective offices, required by law.

In witness whereof I have hereunto set my name and the corporate seal of the company this 21st day of July, A. D. 1887.

[L. S.]

HERVEY BARBOUR,
Secretary Missoula and Bitter Root Valley Railroad Co.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C., August 10, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of amended charter of the Chicago, Kansas and Nebraska Railway Company is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name and caused the seal of this office to be affixed, at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office.

STATE OF KANSAS,

Office of Secretary of State:

I, E. B. Allen, secretary of state of the State of Kansas, do hereby certify that the following and annexed is a true and correct copy of the original instrument of writing filed in my office March 19th, 1886.

In testimony whereof I have hereunto subscribed my name and affixed my official seal. Done at Topeka, Kansas, this 19th day of March, 1886.

[SEAL.]

E. B. ALLEN,
By W. T. SAVANNAH,
Ass't Sec. of State.

Charter of the Chicago, Kansas and Nebraska Railway Company.

The undersigned, for the purpose of organizing a railroad corporation under and pursuant to an act of the general assembly of the State of Kansas, entitled "An act concerning private corporations," and contained in chapter twenty-three of the laws of 1879, and of the amendments thereto, do hereby adopt the following charter for said corporation:

I. The name of said corporation shall be the Chicago, Kansas and Nebraska Railway Company.

II. The purpose for which said corporation is formed is to locate, construct, equip, maintain, own, and operate lines of railway, with one or more tracks, as follows:

1. A line commencing at a point on the west bank of the Missouri River, in the State of Kansas, opposite the city of Saint Joseph, in the State of Missouri, and running thence in a southwesterly direction through the counties of Doniphan, Brown, Atchison, Jackson, Shawnee, Wabaunsee, Davis, Morris, Dickinson, Marion, McPherson, Reno, Pratt, Kiowa, Ford, Clark, Meade, and Seward to a point on the south line of the State of Kansas, crossed by the 101st meridian of west longitude.

2. A line commencing at a point on line number one, at or near Lost Springs, in the county of Marion, in the State of Kansas, and running thence in a southerly direction through the counties of Marion, Butler, Harvey, Sedgwick, and Sumner, to the town of Hunnewell, in the county of Sumner, in the State of Kansas.

3. A line commencing at a point in the said county of Doniphan opposite the city of Saint Joseph, in the State of Missouri, and running thence through the counties of Doniphan, Brown, Nemaha, in the State of Kansas, and the counties of Pawnee, Gage, Jefferson, Thayer, and Nuckolls, in the State of Nebraska, and the counties of Republic, Jewell, Smith, Phillips, Norton, Decatur, Rawlins, and Cheyenne, in the State of Kansas, to the west line of the State of Kansas.

4. A line commencing at the city of Atchison, in the State of Kansas, and running thence in a southwesterly direction through the counties of Atchison, Jefferson, and Shawnee to the city of Topeka, and thence in a westerly direction to a point on line number one at or near the mouth of Mill Creek, in the county of Wabaunsee, in the State of Kansas.

5. A line commencing at Atchison, aforesaid, and running thence in a southwesterly direction through the counties of Atchison and Jackson to the city of Holton, in said Jackson County.

III. The estimated length of said railroad is 1,150 miles.

IV. Said railroad is to be of standard gauge and operated by steam.

V. The general offices of said corporation for the transaction of its business are to be in the city of Atchison, in the county of Atchison and State of Kansas.

VI. Said corporation is to exist for a term of ninety-nine years from the date of filing this charter in the office of the Secretary of State.

VII. The number of directors of said corporation shall be seven, and the names and places of residence of said directors appointed for the first year are as follows: F. M. Durrah, Atchison, Kansas; C. W. Jones, Atchison, Kansas; E. S. Conwell, Atchison, Kansas; S. S. Brown, Saint Joseph, Missouri; George W. Samuel, Saint Joseph, Missouri; H. A. Parker, Chicago, Illinois; M. A. Low, Trenton, Missouri.

VII. The amount of the capital stock of this corporation shall be fifteen millions of dollars, which shall be divided into one hundred and fifty thousand shares of one hundred dollars each.

Given under our hands this seventeenth day of March, 1886.

H. A. PARKER.
M. A. LOW.
F. M. DURRAH.
C. W. JONES.
E. S. CONWELL.
GEORGE W. SAMUEL.
STEPHEN S. BROWN.

STATE OF ILLINOIS, *County of Cook, ss:*

Be it remembered, that on this seventeenth day of March, 1886, before me, the undersigned, a notary public in and for the county and State aforesaid, came M. A. Low, and H. A. Parker, who are personally known to me to be the same persons who executed the foregoing instrument of writing, and such persons each duly acknowledged the execution of the same.

In witness whereof I have hereunto set my hand and affixed my notarial seal the day and year last above written.

My commission expires June 14th, 1888.

[SEAL.]

JAMES C. HUTCHINS,
Notary Public.

STATE OF KANSAS, *County of Atchison, ss:*

Be it remembered that on this seventeenth day of March, A. D. 1886, before me, the undersigned, a notary public in and for said county and State aforesaid, came F. M. Durrah, C. W. Jones, and E. S. Conwell, who are personally known to me to be the same persons who executed the foregoing instrument of writing, and such persons each duly acknowledged the execution of the same.

In witness whereof I have hereunto set my hand and affixed my notarial seal the day and year last above written.

My commission expires July 1st, 1888.

[SEAL.]

D. K. BOSTWICK,
Notary Public.

STATE OF MISSOURI, *County of Buchanan, ss:*

Be it remembered that on this eighteenth day of March, A. D. 1886, before me, J. C. Hendenberg, the undersigned, a notary public in and for the county and State aforesaid, came George W. Samuel and Stephen S. Brown, who are personally known to me to be the same persons who executed the within instrument of writing, and as such persons they each duly acknowledged the execution of the same.

In witness whereof I have hereunto set my hand and affixed my notarial seal the day and year last above written.

My term of office expires November 13th, 1889.

[SEAL.]

J. C. HEDENBERG,
Notary Public.

STATE OF KANSAS, *Office of the Secretary of State:*

I, E. B. Allen, secretary of state of the State of Kansas, do hereby certify that the following and annexed is a true and correct copy of the original instrument of writing filed in my office June 8th, 1887.

In testimony whereof I have hereunto subscribed my name and affixed my official seal.

Done at Topeka, Kansas, this 8th day of June, 1887.

[SEAL.]

E. B. ALLEN,
Secretary of State,
By W. T. CAVANAUGH,
Ass't Secretary of State.

Copy of amended charter.

Be it remembered that at a meeting of the stockholders of the Chicago, Kansas and Nebraska Railway Company, held in conformity with the by-laws of said company at the general offices of said company in the city of Atchison, State of Kansas, on the 29th day of March, 1887, said stockholders, by a vote of more than two-thirds of all the stockholders of said company, authorized said company to increase its capital stock from fifteen millions of dollars to thirty millions of dollars, and to remove its general offices from the city of Atchison to the city of Topeka, in the State of Kansas, and directed that when so amended said charter should be subscribed by the directors of said company and filed with the secretary of state, and that when so amended said charter should read as follows:

AMENDED CHARTER OF THE CHICAGO, KANSAS AND NEBRASKA RAILWAY COMPANY.

Be it remembered that we, the undersigned, for the purpose of organizing a railroad corporation under and in pursuance to the general laws of the State of Kansas, and es-

pecially in accordance with the provisions of chapter twenty-three of the laws of said State for the year 1868 and the several acts amendatory thereof relating to the creation of corporations, do hereby adopt the following charter for said corporation;

I. The name of said corporation shall be The Chicago, Kansas and Nebraska Railway Company.

II. The purpose for which said corporation is formed is to locate, construct, equip, maintain, own, and operate lines of railroad, with one or more tracks, as follows:

1. A line commencing on the west bank of the Missouri River, in the State of Kansas, opposite the city of St. Joseph, in the State of Missouri, and running thence in a southwesterly direction through the counties of Doniphan, Brown, Atchison, Jackson, Shawnee, Wabaunsee, Davis, Morris, Dickinson, Marion, McPherson, Reno, Pratt, Kiowa, Ford, Clark, Mead, and Seward to a point on the south line of the State of Kansas crossed by the 101st meridian of west longitude.

2. A line commencing at a point on line number one, at or near Herington, in the county of Dickinson, in the State of Kansas, and running thence in a southerly direction through the counties of Dickinson, Marion, Butler, Harvey, Sedgwick, and Sumner, to the town of Hunnewell, in the county of Sumner, in the State of Kansas.

3. A line commencing at a point in said county of Doniphan, opposite the city of St. Joseph, in the State of Missouri, and running thence through the counties of Doniphan, Brown, Nemaha, in the State of Kansas, and the counties of Pawnee, Gage, Jefferson, Thayer, and Nuckolls, in the State of Nebraska, and the counties of Washington, Republic, Jewell, Smith, Phillips, Norton, Decatur, Rawlins, and Cheyenne, in the State of Kansas, to the west line of the State of Kansas.

4. A line commencing at the city of Atchison, in the State of Kansas, and running thence in a southwesterly direction through the counties of Atchison, Jefferson, and Shawnee, to the city of Topeka, and thence in a westerly direction to a point on line number one, at or near the mouth of Mill Creek, in the county of Wabaunsee, in the State of Kansas.

5. A line commencing at Atchison, aforesaid, and running thence in a northwesterly direction, through the counties of Atchison and Brown, to the town of Pierce, in said Brown County.

III. The estimated length of said railroad is 1,150 miles.

IV. Said railroad is to be of standard gauge, and operated by steam.

V. The general offices of said corporation for the transaction of its business shall be in the city of Topeka, in the county of Shawnee and State of Kansas.

VI. Said corporation is to exist for a term of ninety-nine years from the date of filing this charter in the office of the secretary of state.

VII. The number of directors of said corporation shall be seven, and the names and places of residence of said directors appointed for the first year are as follows:

F. M. Darrah, Atchison, Kansas; C. W. Jones, Atchison, Kansas; E. S. Conwell, Atchison, Kansas; S. S. Brown, St. Joseph, Missouri; George W. Samuel, St. Joseph, Missouri; H. A. Parker, Chicago, Illinois; M. A. Low, Trenton, Missouri.

VIII. The amount of the capital of this corporation shall be thirty millions of dollars, which shall be divided into three hundred thousand shares of one hundred dollars each.

In witness whereof we, the undersigned, the directors of said company, have hereunto set our hands, the 29th day of March, 1887.

M. A. LOW,
H. A. PARKER,
C. F. JILSON,
F. M. DARRAH,
C. W. JONES,
E. S. CONWELL,
GEO. W. SAMUEL,

Directors of the Chicago, Kansas and Nebraska Railway Company.

STATE OF KANSAS, County of Atchison, ss:

Be it remembered, that on this 7th day of June, A. D. 1887, before me, the undersigned, a notary public in and for said county and State, personally appeared F. M. Darrah, C. W. Jones, and E. S. Conwell, who are personally known to me to be the same persons who executed the foregoing instrument of writing, and such persons each duly acknowledged the execution of the same.

In testimony whereof I have hereunto set my hand and affixed my notarial seal the day and year last above written.

My commission expires March 25, 1891.

[SEAL.]

C. B. KEITH,
Notary Public.

STATE OF MISSOURI, *County of Buchanan, ss:*

Be it remembered, That on this 8th day of June, A. D. 1887, before me, the undersigned, a notary public in and for the county and State aforesaid, came George W. Samuel, who is personally known to me to be the same person who executed the within instrument of writing, and such person duly acknowledged the execution of the same.

In testimony whereof I have hereunto set my hand and affixed my notarial seal the day and year last above written.

My commission expires July 14, 1890.

[SEAL.]

JNO. T. JOHNSON,
Notary Public.

STATE OF KANSAS, *County of Shawnee, ss:*

Be it remembered, That on this 6th day of June, A. D. 1887, before the undersigned, a notary public within and for said Shawnee County, personally appeared M. A. Low, H. A. Parker, and C. F. Jilson, to me known to be the same persons who executed the within and foregoing instrument of writing, and such persons each duly acknowledged the execution of the same.

In testimony whereof I have hereunto set my hand and affixed my notarial seal the day and year last above written.

My commission expires May 3, 1891.

[SEAL.]

MARTIN J. CUFF,
Notary Public.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C., Aug. 10, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of articles of incorporation and resolutions of the Chicago, Milwaukee and St. Paul Ry. Co., is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name and caused the seal of this office to be affixed, at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office.

Chicago, Milwaukee and St. Paul Railway Company.

This is to certify that the resolution designating the routes of proposed extension and branches of the railroad of the Chicago, Milwaukee and St. Paul Railway Company passed by the board of directors of said company on the 23d day of July, A. D. 1879, viz:

Resolved. That this company proposes to extend the railway from a point on its main line at or near Finlay, in the county of Turner, in a southerly direction through the counties of Turner, Hutchinson, and Bon Homme, to and across the Missouri River, a distance of about sixty-one miles; also from a point on the main line, at or near Fires-lead, in Davison County, in a northerly direction through the counties of Davison, Bramble, Miner, Aurora, Burchard, Spink, Faulk, Thompson, Miles, Beadle, La Moure, and Stutzman, a distance of about two hundred and fifty miles; also from some point on the main line in Lincoln County, in a northerly direction, to Sioux Falls, and thence to Flandreau, passing through the counties of Lincoln, Minnehaha, and Moody, a distance of about sixty miles.

[SEAL.]

JULIUS WADSWORTH,
Acting President of Chicago, Milwaukee and St. Paul Ry. Co.

Attest:

R. D. JENNING,
Secretary.

Filed in this office this 2d day of September, 1879, and recorded in vol. 3 of charters and articles of incorporation, pages 328-329.

GEO. H. HAND,
Secretary of Dakota Ry.

32 . RIGHT OF WAY THROUGH INDIAN RESERVATIONS.

UNITED STATES OF AMERICA,

Territory of Dakota, Secretary's Office :

I, George H. Hand, secretary of the Territory of Dakota, do hereby certify that I have carefully compared the foregoing copy of a resolution designating route of the Chicago, Milwaukee and Saint Paul Railway Company, filed in this office the 2d day of September, 1879, with the original now on file in this office, and that the same is a correct transcript therefrom and the whole thereof.

In testimony whereof I have hereunto set my hand and affixed the great seal of the Territory of Dakota, at Yankton, this 16th day of August, 1881.

[SEAL.]

GEO. H. HAND,
Secretary of Dakota Territory.

At a meeting of the board of directors of the Chicago, Milwaukee and St. Paul Railway Company, held at the office of said company in the city of New York on the twenty-eighth day of April, 1880, the following among other proceedings were had, viz:

Whereas the Hastings and Dakota division of the railway of this company has been completed across the State of Minnesota to a point on the boundary line of the Territory of Dakota at the foot of Big Stone Lake; and

Whereas this company propose to extend said line of railway into and through the Territory of Dakota in a westerly and also in a northwesterly direction from Big Stone Lake: Now, therefore,

Resolved, That said railway be, and is hereby, located from its present terminus at the foot of Big Stone Lake, on the east line of said Territory, in a westerly direction through the county of Grant and the Sisseton and Wahpeton Reservation and the counties of Day, Brown, McPherson, Campbell, Emmons, Logan, and Burleigh, to the Missouri River, a distance of about two hundred and fifty miles.

Resolved further, That a branch line be, and is hereby, located from a point on the line last described in said county of Grant in a northwesterly direction, through the said county of Grant, the Sisseton and Wahpeton Reservation, and the counties of Rawson, La Mour, Barnes, and Statzman, about one hundred and seventy-five miles.

STATE OF WISCONSIN, *County of Milwaukee, ss :*

We, Alex. Mitchell, president, and R. D. Jennings, secretary of the Chicago, Milwaukee and St. Paul Railway Company, do hereby certify that the foregoing is a true copy of resolutions which are duly entered in the record of the proceedings of the board of directors of said company at a meeting held in the city of New York on the 28 day of April, 1880.

In witness whereof we have hereunto set our hands and affixed the corporate seal of said company this eight day of May, A. D. 1880.

ALEX. MITCHELL,
President.
R. D. JENNINGS,
Secretary.

[SEAL.]

Filed in this office this 13th day of May, 1880, and recorded in vol. 4 of charters and articles of incorporation, page 178.

GEO. H. HAND,
Secretary of Dakota Ty.

UNITED STATES OF AMERICA,

Territory of Dakota, Secretary's office :

I, Geo. H. Hand, secretary of the Territory of Dakota, do hereby certify that I have carefully compared the foregoing copy of a resolution designating route of Hastings and Dakota division of the Chicago, Milwaukee and St. Paul Railway Company, filed in this office the 13th day of May, 1880, with the original now on file in this office, and that the same is a correct transcript therefrom and of the whole thereof.

In testimony whereof I have hereunto set my hand and affixed the great seal of the Territory of Dakota, at Yankton, this 16th day of August, 1881.

[SEAL.]

GEO. H. HAND,
Secretary of Dakota.

At a meeting of the board of directors of the Chicago, Milwaukee and St. Paul Railway Company, duly convened at the office of the company, in the city of New York, on

the 30th day of April, 1879, the following-named directors were present: Messrs. Burke, Chamberlain, Dows, Geddes, Merrill, Milbank, Stillman, Van Nest, and Woodworth.

The following among other proceedings were had:

On motion of Mr. Stillman, seconded by Mr. Chamberlain, it was

Resolved, That the company proposes to extend its railway from the Big Sioux River, on the eastern boundary of Dakota Territory, in a westerly direction to the Missouri River, a distance of about two hundred miles, passing through or into the counties of Lincoln, Turner, McCook, Hutchinson, Hanson, Davison, Aurora, Brule, Buffalo, Hand, Hyde, Hughes, and Sully, with a branch from some point in Lincoln County, through Turner, Clay, and Yankton Counties, to Yankton, on the Missouri River, a distance of about sixty miles.

We, Alexander Mitchell, president, and R. D. Jennings, secretary, of the Chicago, Milwaukee and St. Paul Railway Company, hereby certify that we have compared the foregoing copy record with the record of the proceedings of the board of directors of this company, and that the same is a true copy thereof as resolved in the record of the proceedings of said board of directors.

In testimony whereof we have hereto subscribed our names and caused the corporate seal of the company to be attached this 7th day of May, 1879.

ALEX. MITCHELL,
President.

R. D. JENNINGS,
Secretary.

GEO. H. HAND,
Secretary Dakota Territory.

Attest:
[SEAL.]

Filed for record in this office this 9th day of May, 1879.

UNITED STATES OF AMERICA,
Territory of Dakota, Secretary's office :

I, Geo. H. Hand, secretary of the Territory of Dakota, do hereby certify that I have carefully compared the foregoing copy of a resolution adopted by the board of directors of the Chicago, Milwaukee and St. Paul Railway Company, and which was filed in this office on the 9th day of May, 1879, with a duly authenticated copy of the original now on file in this office, and that the same is a correct transcript therefrom and of the whole thereof.

In testimony whereof I have hereunto set my hand and affixed the great seal of the Territory of Dakota, at Yankton, this 22nd day of May, 1879.

[SEAL.]

GEO. H. HAND,
Secretary of Dakota Territory.

Articles of association of the purchasers of the La Crosse and Milwaukee Railroad Company, to organize a corporation, under the statute laws of Wisconsin, under the name of the Milwaukee and St. Paul Railway Company.

Whereas that part of the La Crosse and Milwaukee Railroad and the property, real and personal, described in the mortgage deed made by that company to Greene C. Bronson, James T. Soutler, and Shepherd Knapp, dated December 31st, A. D. 1856, in trust to them to secure the payment of the indebtedness therein named, and also described in a deed executed by the same parties supplemental to the mortgage deed in trust last above named, and dated January 28th, A. D. 1858, both of which deeds are recorded in the office of the secretary of state for the State of Wisconsin, and copies thereof are on file in the district court of the United States for the district of Wisconsin, in the case of Bronson, Soutler, and Knapp, trustees, complainants, against the La Crosse and Milwaukee Railroad Company and others, defendants, to which copies, records, and files reference is here made for a more particular description of the property, real and personal, has been sold in pursuance of certain foreclosure proceedings had in the United States district court for the district of Wisconsin, on the complaint of said Greene C. Bronson, James T. Soutler, and Shepherd Knapp, trustees under said mortgage deed of trust made by the said La Crosse and Milwaukee Railroad Company, dated December 31st, A. D. 1856, and of a certain supplemental mortgage deed of trust executed by the same parties, and dated January 28th, 1858, to the records of which court, and to the proceedings had therein in said action, reference is here made for a more full and particular statement thereof.

And whereas the undersigned have purchased said road at said sale, and all its property, real and personal, franchises and privileges, as described in said deeds:

Now, therefore, be it known that we, the undersigned, purchasers as aforesaid, being desirous of forming a corporation under and by virtue of the laws of the State of Wis-

consin, do hereby associate together for that purpose, and do hereby declare the following to be the certificate of articles of association, and we execute the same in duplicate to the end that one may be filed in the office of the secretary of state for the state of Wisconsin, and the other to remain in the records of our corporation as a record of our corporate rights, privileges, and immunities.

First. Our corporate name shall be "The Milwaukee and St. Paul Railway Company."

Second. The number of directors shall be not less than nine or more than thirteen, and each director, from and after ninety days from this date, shall own at least one hundred shares of the capital stock of this corporation; and if at any time any director shall cease to own such amount he shall be disqualified from being such director, and his office shall be from thenceforth vacant.

For the first year, and until others are chosen in their place, the following persons are the directors: Isaac Seymour, N. A. Cowdry, Horace Galpin, David M. Hughes, William Fredrick P. James, George Smith, all of New York; Ashel Finch and Wm. H. White, both of Milwaukee.

Third. Our capital stock shall not exceed, except as hereinafter provided, \$4,200,000, divided into 42,000 shares, which said shares shall be subdivided as follows:

An amount not exceeding \$3,450,000, or 34,500 shares, shall be set apart and designated as "preferred stock," and the full sum of \$100 per share we hereby declare and acknowledge to be part thereon, except on so much of this class as is hereinafter designated as "scrip preferred stock," and on this scrip stock we hereby declare and acknowledge the sum of \$1 per share to be paid.

The balance of said capital stock of \$750,000, or 7,500 shares, shall be designated as common stock; and we hereby declare and acknowledge the full sum of one hundred dollars per share to have been paid thereon.

Of the said \$3,450,000 preferred stock an amount not exceeding \$2,200,000 at par or 22,000 shares, shall be set apart and designated as "scrip preferred stock." The scrip preferred stock here named or hereafter named shall not at any time exceed the amount of outstanding mortgage bonds hereinafter named. The scrip preferred stock shall not be subject to any assessment, and shall entitle the person in whose name it stands upon our books to all the rights and privileges of other stockholders, except that it shall not entitle the holder to any dividend or other profit or increase from the income or assets of this company. It shall be issued in certificates of five and ten shares each, and shall accompany each mortgage bond of the company.

The holder thereof shall have the right at any time within ten days after any dividend shall have been declared and become payable on the preferred stock to make the scrip preferred stock attached to his bond full paid stock upon the surrender to the company of the mortgage bond named by its number in scrip certificate, and upon surrendering said scrip certificate and bond he shall be entitled to receive therefor the same number of shares of preferred full paid stock and entitled to dividends.

The said preferred stock, except said scrip stock, shall be entitled to a dividend of seven per centum per annum, from the net earnings of each current year, after payment of interest on all the mortgage bonds, if the company earn so much during the current year, and before the payment of dividends to any other class of stockholders, but the company may reserve a reasonable working capital or surplus before the dividend shall be declared or paid on said preferred stock, which surplus shall not exceed, at any time, the aggregate sum of \$250,000 over and above the floating or unfunded debt and the accrued interest on the mortgage bonds. If the net earnings of the company are not as much as seven per cent. in any one year, then the said preferred stock shall receive, for that year, a dividend of whatever the said net earnings are, after the payment of interest on the mortgage bonds, and the reasonable reserve for a working capital as above described. Said preferred stock shall not have any claim upon the earnings of any other year for the non-payment of dividends of any preceding year.

And whenever the company earns sufficient, over and above the payment of interest on the bonds and the reserve above named, to pay a greater sum than seven per cent. on said outstanding preferred stock, and seven per cent. on the common stock, then the said preferred stock shall share pro rata with the common stock in such earnings.

Fourth. The directors of the company shall have power to increase the said capital stock, as follows, viz: To acquire by purchase or otherwise either the road and property now known as the Eastern Division of the La Crosse and Milwaukee Railroad Company, or any bonds secured by mortgage thereon, the sum of \$4,000,000, which shall be subdivided as follows: Into the preferred stock named in the third article hereof, and in addition thereto, and as a part thereof, \$2,750,000, or 27,500 shares, of which \$2,000,000, or 20,000 shares, shall be designated as scrip preferred stock of the same class, and to be issued and used in the same manner as is provided in the third article hereof. The balance of said \$4,000,000—increase \$1,250,000, or 12,500 shares, shall be in addi-

tion thereto, and as a part thereof of the common stock, as provided in said third article. And if at any time the directors deem it for the best interest of this company to acquire by purchase or otherwise the road and property now known as the Milwaukee and Western Railroad, commonly called the Watertown Road, or any bonds of said road secured by mortgage thereof, then and to that end and for the construction thereof from Columbus to Portage, and for other uses of the company, the directors are hereby authorized to increase the capital stock and to issue the like amount of bonds, preferred stock, scrip stock, and common stock as named in the previous paragraph of this article and in addition thereto.

And if at any time the directors deem it for the interest of this company to acquire, by purchase or otherwise, the road or property now known as the Milwaukee and Horican Railroad, or any bonds of said company secured by mortgage of said road, then and to that end the directors are hereby authorized to increase the capital stock and to issue it in addition to the amount previously stated, as follows, viz: Of the preferred stock, \$800,000, or 8,000 shares, of which \$400,000, or 4,000 shares, shall be designated as scrip-preferred stock of the same class, and to be issued and used in the same manner as is above provided; and to issue of the common stock \$250,000, or 2,500 shares. If at any time the directors deem it for the best interest of this company to acquire by purchase or otherwise the road or property of any railroad company connecting with the railroad of this company and which they are now or hereafter shall be authorized by the laws of Wisconsin to consolidate or join stock with; then and to that end the directors of this company are hereby authorized to increase and issue either or both classes of its capital stock, in addition to the amounts above provided, to an amount not exceeding the gross amount of the capital stock of the company acquired, consolidated, or joined stocks with.

Fifth. This corporation shall have all the powers, privileges, and immunities of railroad companies under the laws of Wisconsin, and especially to sue and be sued, to acquire, use, and sell, bargain, lease, and convey all kinds of property, real and personal, necessary or convenient to operate, use, and maintain said railroad, or the part or the whole of any other railroad hereafter acquired by them within the State of Wisconsin; to make any by-laws for the government and management of the corporation or its officers not contrary to the laws of Wisconsin or of the United States; to make, have, and use a common seal, and the same to alter and renew at pleasure. And the said corporation is hereby invested with all the powers, privileges, and immunities which are necessary or convenient to carry into effect the purposes and objects of this corporation as herein expressed.

The said corporation is hereby authorized to take, transport, and carry property and persons by railway, by force and power of steam, or of animals, or of any mechanical or other power, or of any combination of them, which said company may choose to apply, and from any part of the city of Milwaukee to the Mississippi River, and to and across said river, and to and from all intermediate places. They are also authorized and empowered to lease, buy, purchase, receive, hold, use, sell, and convey all the property and franchises, furniture and equipments, real and personal, of the La Crosse and Milwaukee Railroad Company, the Milwaukee and Minnesota Railroad Company, the Milwaukee and Western Railroad Company, the Milwaukee and Horican Railroad Company, or of any other railroad company to which either of the above-named companies is or may be a successor, or with which this company may join stocks or consolidate with; also the capital stock of either of them, and any or all mortgage bonds or other evidences of debt made by either of them, and when purchased by this company they shall have all the legal and equitable rights that the holders thereof had before their sale to this company.

Also to support, maintain, hold, use, sell, and convey one or more steam ferry-boats, to be used on the Mississippi River.

Also to purchase, hold, use, sell, and convey upon this line of railway or elsewhere, any materials, engines, cars, steam ferry-boats, or any other property, real or personal, necessary or convenient for this corporation, and for their use in transporting persons and property; to purchase, receive, and hold, and to sell and convey such real estate as may be necessary and convenient in accomplishing the object for which this company is incorporated.

This company shall also have all the powers, rights, privileges, and equities which are or were had by the La Crosse and Milwaukee Railroad Company, to acquire, receive, hold, bargain, sell, and convey lands; and they shall also have power to purchase, acquire, receive, hold, bargain, grant, sell, and convey all or any part of the lands or the appurtenances thereto which have been heretofore, or shall hereafter be, granted or donated by the United States to the State of Wisconsin, to aid in the construction of railroads in that State, or by either of them, to aid in building the road of this company,

and also all rights, equities, or things whatsoever pertaining to said lands, and also to have, hold, bargain, and sell all claims, demands, or equities to said lands against the United States, the State of Wisconsin, or against any and all persons or corporations whatsoever; also to fix, regulate, and receive the tolls and charges by them to be received for transportation of persons or property.

The said corporation shall have power to build and construct any new line of railway necessary or convenient in straightening the old line, or in extending it so as to conform to the requirements of the charters of either of the companies herein named, or with the laws of the State of Wisconsin, and to build or extend their line of railway in such manner and form, and to such place or places now or hereafter authorized by law, as the directors deem for the best interest of the company; but no expenditure shall be made for this purpose, unless it is from the surplus earnings of the company, after providing for the payment of interest on all its mortgage debts then outstanding.

Sixth. The corporation shall have power to issue bonds in sums of \$500 and \$1,000 to an amount not exceeding two million two hundred thousand dollars, unless the company shall purchase or acquire either the said Eastern Division of the La Crosse and Milwaukee Railroad, or some or all of the bonds which are a lien thereon, known as first mortgage Eastern Division, city of Milwaukee mortgage, or the second mortgage, so called, of said Eastern Division, in which event the corporation is authorized to issue an additional amount of said bonds not exceeding two million dollars, and unless the corporation shall purchase or acquire either the said Milwaukee and Western Railroad (commonly called the Watertown road), or some or all of the bonds which are a first lien thereon, and shall build or undertake to build or extend said road from Columbus to Portage, in which event the corporation is authorized to issue an additional amount of said bonds not exceeding two million dollars, and unless the corporation shall purchase or acquire either the Milwaukee and Horican Railroad, or some or all the bonds which are a first lien thereon, in which event the corporation is authorized to issue an additional amount of said bonds not exceeding four hundred thousand dollars. All of said bonds shall bear an interest of not exceeding seven per centum per annum, the principal and interest payable in the city of New York, the interest semi-annually, the principal within thirty years from date; they shall also contain a provision that if the company make default in the payment of interest, or in the application of the sinking fund, as hereinafter provided, for six months, the principal shall thereupon become due, without demand or notice. The said corporation shall have power to secure the payment of all the bonds above authorized to be issued by a mortgage or trust deed upon this franchise, and all the real and personal property of the company, now owned or to be hereafter acquired by them, and to embrace the entire corporate property, and all its franchises and privileges.

The mortgage shall also contain a provision for a sinking fund for the payment of said mortgage bonds by which the new company shall obligate themselves to pay to the trustees of said mortgage bonds all such sums of money, less the expenses of sales, as shall be derived from the sale of any lands which may have been or shall hereafter be donated or granted by either the United States or the State of Wisconsin to aid in building this road or that shall in any manner be acquired by this company, and said lands shall be fairly and equitably valued and classified by the company or by such persons as they together shall appoint; and upon sale of said lands said mortgage bonds may be received at par and accrued interest in payment therefor, and the bonds thus received in payment shall be immediately cancelled. The company shall keep a proper registry or account of all the bonds thus paid by them, and the number or amount of bonds thus cancelled shall be reported by said company to the stockholders at each annual meeting, and said bonds shall be presented and shown at said meeting. And said trust deed shall contain all other reasonable and proper provisions for making said lands the most productive and valuable to the company as a sinking fund for the payment of said bonds.

The bonds secured by said mortgage shall be convertible at the option of the holder into the preferred stock at any time within ten days after any dividend shall have been declared and became payable on said preferred stock.

The said mortgage deed and bonds shall be signed by the president or vice-president and secretary and the seal of the company shall be affixed thereto. And except as herein expressly provided the corporation shall have no power or authority to mortgage or otherwise encumber their property, real or personal, unless the assent in writing of a majority in interest of the owners and holders of all the capital stock issued by said corporation shall be first had and obtained authorizing the same, and no assent shall be taken from agents or by proxy unless the power of attorney held by the agent or proxy shall expressly authorize such assent. And in the event of this company acquiring the said Eastern Division of the La Crosse and Milwaukee Railroad the said mortgage or trust deed shall also contain a provision requiring so many of the mortgage bonds above

authorized to be issued as are reserved for the payment of the first-mortgage Eastern Division to be cancelled from time to time as the present sinking fund on that mortgage shall have cancelled of that mortgage.

The said mortgage or trust deed may also contain covenants and agreements authorizing the bondholders to vote in all stockholders' meetings as follows: Each one hundred dollars of the principal of the outstanding bonds shall be entitled to one vote; and giving bondholders the same pro rata voice in the management of the company with and as if they were stockholders to the amount of their bonds.

Seventh. The immediate government and direction of the affairs of the company shall be vested in a board of not less than nine or more than thirteen directors; and after the period for which the present directors are designated expires, said directors shall be chosen by the stockholders of said company by ballot at their annual meeting in each year, and shall hold their office until the next annual meeting of the company or until others are duly elected and qualified to take their places as directors.

The preferred stockholders shall elect the directors until a dividend shall have been earned, declared, and paid on the common stock, and until then the common stockholders shall have no vote or voice in the election of directors.

The said directors shall elect one of their number president of the board, who shall also by virtue thereof be president of the company, and shall also elect a vice-president from one of their number. They shall also appoint a secretary and such other officers or agents as the necessity or convenience of the company requires.

A majority of the directors of the company shall constitute a quorum to do business; a less number may adjourn from time to time.

In all meetings of the stockholders of said company each share shall entitle the holder thereof to one vote, which vote may be given by said stockholder in person or by lawful proxy. But this shall not authorize a common stockholder to have a vote for the choice of directors until a dividend has been paid on the common stock, as above provided.

In case it shall so happen that an election of directors shall not be made on the day appointed for that purpose, said corporation shall not for that cause be dissolved, but said election may be had on any day to which the stockholders shall adjourn or which shall be appointed by the directors.

And said directors shall have power to fill any vacancy which may occur in their board by death, resignation, or otherwise; also to add to their number so as not to exceed thirteen in all.

The said directors shall have power to make and prescribe such by-laws, rules, and regulations as they shall deem proper and needful touching the disposition and management of the stock, property, estate, and effects of said company, the transfer of shares, the duties and conduct of their officers, agents, and servants, and all matters whatever which may appertain to the concerns of said company not contrary to those established by the stockholders or to this act or to the laws of the State of Wisconsin or of the United States.

Also to petition and apply for any law of the State of Wisconsin, in alteration hereof; but such law shall contain a clause requiring the same to be submitted to the stockholders for approval, upon which the validity of any alteration hereof shall depend.

Eighth. The signing of this certificate or articles of association is hereby declared to be a special meeting of the stockholders, and a vote and the assent of the stockholders to borrow the money and to mortgage the road for the amount as above set forth, and also to be a waiver of any notice required of the meeting on that subject.

Ninth. The certificates of stock issued by this company shall, upon their face, be made subject to all the terms and conditions of these articles of association.

Tenth. Upon the dissolution of this corporation, after the payment of all its debts the remaining assets shall be divided among the different classes of stockholders according to their preferences; that is to say, the preferred stock, except the scrip stock, shall be first paid in full and the balance divided among the common stockholders pro rata. But this corporation shall not be dissolved by any act of the company without an affirmative vote of two-thirds of each class of stockholders.

Eleventh. These articles of association may be modified, altered, or amended at any annual or special meeting duly called, at which a majority in interest of each class of stockholders shall be present and voting in the affirmative. But no stockholder shall become liable to pay any money by any such action, unless he shall have voted therefor or assented thereto.

Twelfth. Annual meetings of the stockholders for the choice of directors shall be held in the State of Wisconsin in the month of June in each year after 1864, which meeting shall be called by the directors who shall specify the time and place for holding the same. And at least thirty days previous to each annual meeting the directors shall send through the post-office to each stockholder, to the address as shown by the company's books, a

full and specific statement of all the business, acts, and doings of the corporations up to the first day of January preceding.

Witness our hands at the city of Milwaukee this 5th day of May, 1863.

WILLIAM WALLACE PRATT,
WM. HY WHITE.

Filed May 5, 1863, 5½ o'clock p. m.

EDWARD ILLSLEY,
Asst. Secretary of State.

CHICAGO, MILWAUKEE AND ST. PAUL RAILWAY COMPANY,
Secretary's Office.

I, R. D. Jennings, secretary of the Chicago, Milwaukee and St. Paul Railway Company, do hereby certify that I have compared the foregoing copy of "articles of association of the purchasers of the La Crosse and Milwaukee Railroad to organize a corporation, under the statute laws of Wisconsin, under the name of the Milwaukee and St. Paul Railway Company," with the duplicate original on file in this office, and that the same is a true and correct copy thereof, and of the whole of such original.

In witness whereof I have hereunto set my hand and affixed the corporate seal of said railway company at the city of Milwaukee, this twenty-eighth day of May, A. D. 1879.

[SEAL.]

R. D. JENNINGS,
Secretary.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C., August 10, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of the articles of association of the Carson and Colorado Railroad Company is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name and caused the seal of this office to be affixed, at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office.

Articles of association of the Carson and Colorado Railroad Company.

Know all men by these presents: That we, the undersigned, have this day associated ourselves together for the purpose of being formed into a corporation under and in pursuance of the laws of the State of Nevada.

That the name of such corporation is—The Carson and Colorado Railroad Company.

That the number of years the same is to continue in existence is fifty.

That the amount of the capital stock of the company is six million dollars, divided into shares of one hundred dollars each, and is the actual contemplated cost of constructing the road herein mentioned, together with the cost of the right of way, motive power, and every other appurtenance and thing for the completion and running of said road, as nearly as can be ascertained by competent engineers.

That the number of the directors of said company shall be seven, and the following are the names of the directors to manage the affairs of the company, who shall hold office until others are elected, as shall be provided by the by-laws of the company: H. M. Yerington, D. L. Bliss, W. D. Tobey, D. A. Bender, S. P. Smith, B. C. Whitman, H. L. Tickner.

That the Mound House Station on the line of the Virginia and Truckee Railroad in the County of Lyon, State of Nevada, is the place from which, and the town of Candalaria in the County of Esmeralda, State aforesaid, is the place to which the proposed road of this company is to be constructed; Lyon, Churchill, and Esmeralda, are the Counties

into and through which said road is to pass, and its length will be one hundred and fifty miles, as near as may be.

Name and residence.	No. of shares.
S. P. SMITH, San Francisco, Cal.....	1,410
R. F. MORROW, San Francisco, Cal.....	10
D. A. BENDER, Carson City, Nevada.....	10
D. L. BLISS, Carson City, Nevada.....	10
H. M. YERINGTON, Carson City, Nevada.....	10
ISAAC D. REQUA, Virginia City, Nevada.....	10
B. C. WHITMAN, Virginia City, Nevada.....	10
H. L. TICKNEE, Carson City, Nevada.....	10
ALFRED HELM, Carson City, Nevada.....	10
W. D. TOBEY, Carson City, Nevada.....	10

I, D. A. Bender, secretary of the Carson and Colorado Railroad Company, do hereby certify that the foregoing is a true, full and correct copy of the articles of association of said company.

In witness whereof I have hereunto set my name and the corporate seal of the company.

Dated June 8th, 1880.

[SEAL.]

D. A. BENDER,

Secretary of the Carson and Colorado Railroad Company.

STATE OF NEVADA,

County of Ormsby, ss:

H. M. Yerington, D. L. Bliss, and W. D. Tobey, being duly sworn, depose and say:

That they are directors of the Carson and Colorado Railroad Company, named in the foregoing articles of association.

That stock to the amount of at least one thousand dollars for each and every mile of the proposed railroad of the said company has been subscribed, and that ten per cent. in cash thereon has actually and in good faith been paid to S. P. Smith, a treasurer named and appointed by subscribers to the said articles from among their number, and that the subscribers to the said articles are all known by one or the other of these deponents to be subscribers thereto and to be the persons so represented.

H. M. YERINGTON.

D. L. BLISS.

W. D. TOBEY.

Subscribed and sworn to before me this 10th day of May, A. D. 1880.

[SEAL.]

CHARLES MARTIN,

Notary Public, Ormsby County, Nevada.

[Indorsed.]

Certificate of incorporation of the Carson and Colorado Railroad Company. Filed in the office of the secretary of state of Nevada, May 10th, 1880.

JASPER BABCOCK,

Secretary of State.

By JAS. C. CHESLEY,

Deputy.

STATE OF NEVADA, *Secretary's Office, ss:*

I, Jasper Babcock, secretary of state of the State of Nevada, do hereby certify that the foregoing is a true, full, and correct copy of the original articles of association of the "Carson and Colorado Railroad Company," filed in the office of secretary of state of May 10th, A. D. 1880, according to law on file in my office.

In witness whereof I have hereunto set my hand and affixed the great seal of State. Done at office in Carson City, Nevada, this 19th day of May, A. D. 1880.

[SEAL.]

JASPER BABCOCK,

Secretary of State.

By JAS. G. CHESLEY,

Deputy.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C., Aug. 10, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of consolidated articles of association of the Denver and Rio Grande Western Ry. Co. is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name, and caused the seal of this office to be affixed at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office.

Consolidated articles of association of the Denver and Rio Grande Western Railway Company.

Whereas heretofore and on the 21st day of July, in the year one thousand eight hundred and eighty-one, an agreement was made and entered into by and between the Sevier Valley Railway Company as party of the first part, the Salt Lake and Park City Railway Company as party of the second part, and the Denver and Rio Grande Western Railway Company as party of the third part, providing for the consolidation of the capital stock, debts, property, assets, and franchises of the said several companies, in the manner and upon the terms specified in the said agreement, which said agreement was duly ratified, approved, and adopted by the said several boards of directors of the said companies, who did agree upon the same; and whereas the written consent of every shareholder of the capital stock in said several companies was given to the said agreement of consolidation, as fully appears by the said agreement of consolidation and the said written consents, which said agreement of consolidation and written consents are as follows, to wit:

This arrangement, made and entered into this 21st day of July, in the year one thousand eight hundred and eighty-one, by and between the Sevier Valley Railway Company, which is a corporation organized under and pursuant to the laws of the Territory of Utah, as party of the first part, the Salt Lake and Park City Railway Company, which is a corporation organized under and pursuant to the laws of the Territory of Utah, as party of the second part, and the Denver and Rio Grande Western Railway Company, which is a corporation organized under and pursuant to the laws of the said Territory of Utah, as party of the third part, witnesseth, as follows, to wit:

Whereas at a meeting of the board of directors of the said party of the first part, which was held at its principal office, in the city of Salt Lake, in the said Territory of Utah, on the day and in the year last aforesaid, a proposition to consolidate the capital stock, debts, property, assets, and franchises of the several parties aforesaid, which said proposition is hereinafter fully set forth, was submitted to the said board of directors, and unanimously adopted by them; and

Whereas at a meeting of the board of directors of the said party of the second part, which was held at the principal office of said party of the second part, at the city of Salt Lake, in the Territory of Utah, on the day and in the year aforesaid, the same proposition of consolidation was submitted to the said last-named board of directors, and was by said board of directors unanimously adopted; and

Whereas at a meeting of the board of directors of the said party of the third part which was held at the city of Salt Lake, in the Territory of Utah, at its principal office, on the day and in the year last aforesaid, the same proposition of consolidation was submitted to the said board for its action, and was, by said board of directors, unanimously adopted; which said proposition of consolidation was as follows, to wit:

PROPOSITION OF CONSOLIDATION.

It is hereby proposed that the Sevier Valley Railway Company, the Salt Lake and Park City Railway Company, and the Denver and Rio Grande Western Railway Company, each of which is a corporation existing under the laws of the Territory of Utah, shall consolidate their capital stock, debts, property, assets, and franchises, in the following manner and upon the following terms, to wit:

First. The name of the new consolidated company shall be "The Denver and Rio Grande Western Railway Company," and the amount of capital stock of the new consolidated company shall be \$48,000,000.

Second. The stock of the present companies shall all be called in, and new stock of the consolidated company shall be issued to the stockholders of the said several companies

consolidating, share for share, dollar for dollar, for the stock now held by them respectively in the consolidating companies.

Third. The new consolidated company shall assume all the debts, liabilities, obligations, and all the outstanding contracts of each of the said consolidating companies, and shall hold the said consolidating companies, and the several shareholders therein, harmless against any such debts, contracts, obligations, or liabilities.

Fourth. That new articles of association shall be forthwith prepared and filed, as required by law, perfecting this proposition of consolidation and creating a new consolidated company.

Now, therefore, this agreement witnesseth, that it is hereby mutually agreed by and between the said several parties to this instrument, each with the other, that the said several companies shall consolidate their capital stock, debts, property, assets, and franchises in the manner and upon the terms which are stated in the foregoing proposition of consolidation.

In witness whereof the said parties have hereunto caused to be set their corporate seals, and these presents to be attested by the signatures of their respective presidents and secretaries, on the day and in the year first above written.

The DENVER AND RIO GRANDE WESTERN RAILWAY COMPANY,
By D. C. DODGE,

[SEAL.]

President,

G. M. FORBES,
Secretary.

SEVIER VALLEY RAILWAY COMPANY,
By JOHN T. LYNCH,

[SEAL.]

President,

WM. W. CHISHOLM,
Secretary.

SALT LAKE AND PARK CITY RAILWAY COMPANY,
By JOHN T. LYNCH,

[SEAL.]

President.

HUGH ANDERSON,
Secretary.

We, the undersigned, being the shareholders of the capital stock of the said The Sevier Valley Railway Company, party of the first part named in the preceding agreement, do hereby consent in writing that the consolidation named in the preceding agreement shall take place in manner and form as therein specified.

JOHN T. LYNCH,
G. M. FORBES,
WATSON GOODRICH,
WM. W. CHISHOLM,
J. A. PORTER,
(By Robert Harkness, his attorney
in fact.)
M. T. BURGESS,

B. B. VAN DEUSEN,
A. S. PATTERSON,
GEO. A. LOWE,
(By M. J. Burgess, his attorney in
fact.)
G. K. GILBERT,
(By Robert Harkness, his attorney
in fact.)

We, the undersigned, being the shareholders of all the capital stock of the said Salt Lake and Park City Railway Company, named in the preceding agreement, do hereby consent in writing that the consolidation named in said agreement shall take place in manner and form as therein specified.

JNO. T. LYNCH,
JNO. J. THOMAS,
WM. W. CHISHOLM,
MAURICE K. PARSON,
WM. McCRAE,
BOYD PARK,
HUGH ANDERSON,

M. T. BURGESS,
THOS. CARTER,
WM. F. JAMES,
GEO. A. LOWE,
(By M. T. Burgess, his attorney in
fact.)

We, the undersigned, being the shareholders of all the capital stock of the Denver and Rio Grande Western Railway Company, named in the preceding agreement, do hereby consent in writing that the consolidation named in said agreement shall take place in manner and form as is therein set forth.

B. B. VAN DEUSEN,
JNO. T. LYNCH,
G. M. FORBES,
HUGH ANDERSON,
WM. W. CHISHOLM,

D. P. DODGE,
WM. J. PALMER,
M. T. BURGESS,
JNO. J. THOMAS,
O. A. PALMER.

Now, therefore, know all men, by these present, that, pursuant to the provisions of Chapter II, of Title XI, of the compiled laws of Utah, entitled, "Of railroad companies," and the several acts of the Territory of Utah supplementary thereto and amendatory thereof, and for the purpose of carrying out and perfecting the consolidation aforesaid, the said several consolidating companies and the said new company hereby agree to, and make and execute the following articles of consolidated association of the said The Denver and Rio Grande Western Railway Company, to wit:

ARTICLE I.

The name of the said consolidated company shall be "The Denver and Rio Grande Western Railway Company."

ARTICLE II.

The said corporation shall continue in existence for the period of fifty (50) years from and after the date of filing these articles of association, as required by law, in the office of the auditor of public accounts.

ARTICLE III.

The amount of the capital stock of said corporation shall be forty-eight millions dollars, which shall be divided into four hundred and eighty thousand shares, of the denomination of one hundred dollars each.

ARTICLE IV.

The number of directors to manage the affairs of the corporation shall be five, who shall hold their offices respectively until others are elected, as shall be provided by the by-laws of the company, and the names of said directors are as follows, to wit: William J. Palmer, William A. Bell, George A. Lowe, Micajah T. Burgess, and John T. Lynch.

ARTICLE V.

The places from and to which the proposed railroad of the said company is to be constructed, and the termini of such road, and the counties into and through which said proposed railroad passes, or is intended to pass, and the length thereof, as near as may be, are as follows, to wit:

First. From Ogden, in Weber County, to a point near the intersection of the western and southern boundary lines of Utah, in Washington County, passing into or through the counties of Weber, Davis, Salt Lake, Utah, Juab, Sanpete, Sevier, Millard, Beaver, Pi-Ute, Iron, Kane, and Washington, all in the Territory of Utah, a distance of three hundred and twenty (320) miles, as near as may be, with a branch from a point of intersection in Beaver County, thence in a southwesterly direction to the western boundary line of Utah, at or near its intersection with the seventh standard parallel south, passing into or through the counties of Beaver and Iron, all in the Territory of Utah, a distance of sixty (60) miles, as near as may be.

Second. From the mouth of Clear Creek, near Joseph City, in Sevier County, to the southern boundary line of Utah, in Kane County, at a point where the Arizona Northern Railway of Arizona Territory shall intersect said boundary line, passing into or through the counties of Sevier, Pi-Ute, Iron, and Kane, all in the Territory of Utah, a distance of one hundred and forty miles, as near as may be.

Third. From the mouth of Clear Creek, in Sevier Valley, in Sevier County, to the city of St. George, in Washington County, passing into or through the counties of Sevier, Pi-Ute, Beaver, Iron, Kane, and Washington, all in the Territory of Utah, a distance of one hundred and thirty miles, as near as may be.

Fourth. From a point at or near Iron Springs in Iron County to a point on the western boundary line of Utah, near the seventh standard parallel south in Iron County, passing into or through Iron County a distance of fifty-five (55) miles, as near as may be.

Fifth. From a point at or near Cove Creek Fort in Millard County to a point on the western boundary line of Utah at or near its intersection with the thirty-ninth parallel north latitude, passing into or through Millard County with branches, as follows: 1. A branch running to a point on the western boundary line of Utah at or near the north end of Needle Range of mountains, passing into or through Millard County, in Utah Territory. 2. A branch from the most convenient point on said line to a point at or near Frisco, in San Francisco mining district, passing into or through Millard and Beaver

Counties in Utah Territory. The said line and two branches last herein described being one hundred and forty-five miles in length, as near as may be.

Sixth. From Salt Lake City to a point on the western boundary line of Utah at or near the first standard parallel south, passing into or through Salt Lake and Tooele Counties, all in Utah Territory, a distance of one hundred and forty miles as near as may be.

Seventh. From a point at or near Lehi in Utah County to a point on the western boundary line of Utah, between the first and second standard parallels south, passing into or through the counties of Salt Lake, Utah, Tooele, and Juab, all in Utah Territory, a distance of one hundred and fifty (150) miles, as near as may be.

Eighth. From a point at or near Springville, in Utah County, to a point on the western boundary line of Utah, between the first and second standard parallels south, passing into or through the counties of Utah, Juab, and Tooele, all in the Territory of Utah, a distance of one hundred and fifty (150) miles, as near as may be.

Ninth. From a point at or near Salina, in Sevier County, to a point on the western boundary line of Utah, at or near the thirty-ninth parallel of north latitude passing into or through the counties of Sevier, Sanpete, Millard, all in Utah Territory, a distance of two hundred (200) miles, as near as may be.

Tenth. From a point at or near Deseret, in Millard County, to a point on the western boundary line of Utah, between the second and third standard parallels south, passing into or through the counties of Millard and Juab, all in Utah Territory, a distance of eighty (80) miles, as near as may be.

Eleventh. From a point at or near Salina, in Sevier County, to a point on the Utah and Pleasant Valley Railway, at or near the mouth of Thistle Valley, in Utah County, passing into or through the counties of Sevier and Sanpete and Utah, all in Utah Territory, a distance of eighty miles, as near as may be.

Twelfth. From the city of Provo, in Utah County, to a point on the eastern boundary line of Utah where the same is crossed by the valley of the White River in Uintah County, passing into or through the counties of Utah, Wasatch, and Uintah, with the following branches, to wit: 1. A branch from a point at or near the mouth of White River, in Uintah County, to a point on the eastern boundary line of Utah, where the same is crossed by the valley of Green River, passing into or through Uintah County. 2. A branch from a point at or near Soldier's Pass, in Wasatch County, to a point on the Sevier Valley Railway line, at or near the mouth of Huntingdon Creek, in Emery County, passing into or through the counties of Wasatch and Emery, in the Territory of Utah. 3. A branch from a point at or near the mouth of White River, in Uintah County, to a point at or near Kimball's Station, in Summit County, passing into or through the counties of Summit, Wasatch, and Uintah, all in Utah Territory. 4. A branch from the mouth of White River, in Uintah County, to the mouth of Grand River, in Pi-Ute County, passing into or through Uintah, Pi-Ute, and San Juan Counties, all in the Territory of Utah. The length of said last named line and four branches being six hundred and twenty (620) miles, as near as may be.

Thirteenth. From a point at or near the city of Ogden, in Weber County, Utah, to a point at or near Salina, in Sevier County, Utah, and thence in a general southwardly direction to the north boundary line of the Territory of Arizona, and from at or near Salina aforesaid, eastwardly to the westerly boundary of the State of Colorado, the northerly terminus of said railroad being at or near said city of Ogden, the southern terminus being the northern boundary line of Arizona, and the eastern terminus being the western boundary of Colorado. The general route of said railroad between said termini will be as follows: Commencing at a point at or near said city of Ogden, and running thence southward down the Great Salt Lake Valley, on the east side of said lake to Salt Lake City, thence southward in the valley of the Jordan River to Utah Lake, thence along the westerly side of said lake and southward to a point at or near Nephi, in Juab County, thence by way of Salt Creek Canyon and Sanpete Valley, or by the Juab Valley, to the valley of the Sevier River, and up said valley to a point at or near Salina, in Sevier County, thence southward up said valley to its head, thence over the Sevier Pass or any other pass leading from the headwaters of the Sevier River to the drainage of the Rio Colorado, which on detailed survey may be found most practicable; thence following the Colorado drainage in a general southwardly direction by the route found most practicable on detailed survey, to the north boundary line of the Territory of Arizona; also from a point at or near Salina, in the county of Sevier, eastward through the Salina Pass into Castle Valley; thence across Castle Valley by whatever route may be found most practicable on detailed survey, to the crossing of Green River, near parallel thirty-nine (39); thence in a general easterly course to Grand River, and up the valley of the Grand River to the western boundary of the State of Colorado, the entire length of said route and contemplated railroad being six hundred miles, as near as the same can be estimated.

Fourteenth: From a point at or near the city of Salt Lake, in the County of Salt

Lake, and Territory of Utah, by the route most practicable, to Park City, in the County of Summit and Territory of Utah, and with a branch from Park City aforesaid, or from some point on the line between Salt Lake City and Park City as may be found most practicable to Coalville, in the County of Summit, and Territory of Utah, the general route of said railroad between said termini will be as follows: Leaving the Salt Lake Valley at or near Salt Lake City, U. T., and passing eastward over the mountains by way of Parley's or Emigration Canyon, or by way of both canyons, as may be found best, and thence eastward across Parley's Park to Park City aforesaid, the route to Coalville will be from Park City, or from some point on the aforesaid route eastward of the summit of the mountains, and from thence to, or near to Coalville by the route found most practicable by actual survey. The entire length of said route and contemplated railroad, inclusive of the branch to Coalville, is about fifty-two (52) miles, as near as the same can be estimated.

Fifteenth: From a point at or near Provo, in Utah County, to a point at or near the mouth of Duchesne Fork of the Uintah River in Wasatch County, passing into or through the Counties of Utah, Wasatch, and Summit, a distance, as near as may be, of one hundred miles.

The entire length of said several lines of railroad and the branches thereof being three thousand and twenty-two (3,022) miles, as near as the same can be estimated.

The corporation hereby created shall have power to purchase any railroad property situated upon or along either of the routes aforesaid, when the same may be sold under any trust deed, mortgage, decree of court, or upon private sale.

ARTICLE VI.

The actual contemplated cost of constructing the said railroad, together with the cost of right of way, mode of power, including engines, cars, rolling-stock, station buildings, machine-shops, warehouses, water-tanks, and every other appurtenance and thing for the completion and running of said railroad, as nearly as the same can be estimated by competent engineers, is the sum of sixteen thousand dollars per mile, and the sum of forty-eight millions three hundred and fifty-two thousand dollars for the entire railroad.

In witness whereof the said several consolidating companies, to wit, the Sevier Valley Railway Company, the Salt Lake and Park City Railway Company, and the Denver and Rio Grande Western Railway Company, have respectively attached their corporate seals hereunto, and have caused these presents to be signed and attested by their respective presidents and secretaries on this twenty-first day of July, in the year one thousand eight hundred and eighty-one, at Salt Lake City, in the said Territory of Utah.

	THE DENVER AND RIO GRANDE WESTERN RAILWAY CO.,
[SEAL.]	By D. C. DODGE, <i>President</i> .
	G. M. FORBES, <i>Secretary</i> .
	SEVIER VALLEY RAILWAY COMPANY,
[SEAL.]	By JOHN T. LYNCH, <i>President</i> .
	WM. W. CHISHOLM, <i>Secretary</i> .
	SALT LAKE AND PARK CITY RAILWAY COMPANY,
[SEAL.]	By JOHN T. LYNCH, <i>President</i> .
	HUGH ANDERSON, <i>Secretary</i> .

UNITED STATES OF AMERICA,

Territory of Utah, Salt Lake County, ss :

I, Nephi W. Clayton, auditor of public accounts for said Territory of Utah, do hereby certify that the foregoing is a full, true, and correct copy of the articles of association of the Denver and Rio Grande Western Railway Company, which were filed in my office on the 21st day of July, A. D. 1881, and now remain on file in my office.

Witness my hand and official seal at Salt Lake City, Utah Territory, this eleventh day of August, A. D. 1881.

[L. S.]

NEPHI W. CLAYTON,
Auditor of Public Accounts.

UNITED STATES OF AMERICA,

Territory of Utah, Salt Lake County, ss :

I, Arthur L. Thomas, secretary of the Territory of Utah, do hereby certify that the foregoing is a full, true, and correct copy of the articles of association of the Denver and Rio Grande Western Railway Company, filed in my office on the 28th day of July, A. D. 1881, and now remaining on file in my office.

Witness my hand and the great seal of said Territory at my office in Salt Lake City, Utah, this ninth day of August, A. D. 1881.

[L. S.]

ARTHUR L. THOMAS.

I, George A. Lowe, vice-president of the Denver and Rio Grande Western Railway Company, do hereby certify that the organization of the said company has been completed; that the company is fully authorized to proceed with the construction of the road according to the existing laws of the Territory of Utah, and that the foregoing copy of the articles of association of the company, to be filed in the Department of the Interior, is a true and correct copy of the same; also that the president of said company is absent from Utah.

In witness whereof I have hereunto set my hand and the corporate seal of said company this 12th day of August, A. D. 1881.

[L. S.]

GEORGE A. LOWE,

Vice-Prest. of the Denver and Rio Grande Western Railway Company.

TERRITORY OF UTAH, *Salt Lake County*, ss:

George A. Lowe, being duly sworn, says he is the vice-president of the Denver and Rio Grande Western Railway Company, and that the following is a true list of the officers of said company, with the full name and official designation of each, to wit: Wm. J. Palmer, president; George A. Lowe, vice-president; Wm. Wagner, secretary; Robert Wagner, assistant sec'y; Wm. M. Spackman, treasurer; John Dougherty, assistant treas'r; David C. Dodge, gen. manager; Micajah C. Burgess, chief engineer.

[L. S.]

GEORGE A. LOWE,

Vice-President of the Denver and Rio Grande Western Railway Company.

(Prest. of Co. absent from Utah.)

Sworn to and subscribed before me this 13th day of August, A. D. 1881.

[L. S.]

ROBERT HARKNESS,

Notary Public, Salt Lake Co., Utah.

DEPARTMENT OF THE INTERIOR, GENERAL LAND OFFICE.

Washington, D. C., August 10, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby testify that the annexed copy of articles of incorporation of the Washington and Idaho Railroad Company is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name, and caused the seal of this office to be affixed, at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,

Commissioner of the General Land Office.

I, Julius Galland, secretary of the Washington and Idaho Railroad Company, do hereby certify that at a meeting of the board of trustees of said company, held in the town of Farmington, Washington Territory, on the 12th of July, 1886, a resolution was presented and on motion duly adopted, a true copy of which is as follows:

"Resolved, That this company proceed with all convenient speed to construct a line of railroad, as surveyed and located by the engineer of this company, from Farmington via the Forks of Hangman Creek, near Lone Pine, in Washington Territory, to the line of the Cœur d'Alene Indian Reservation; and as soon thereafter as the right of way can be obtained, to extend the same thence across said Indian reservation by way of the mouth of St. Joseph's River and Cœur d'Alene Lake to Cœur d'Alene Mission in Idaho Territory."

Witness my hand and the seal of said company this 2d day of December, 1886.

[SEAL.]

JULIUS GALLAND,

Secretary of the Washington and Idaho Railroad Company.

I, Julius Galland, secretary of the Washington and Idaho Railroad Company, do hereby certify that at a meeting of the board of trustees of said company, held in the

town of Farmington, W. T., on the evening of the 12th day of July, 1886, a resolution was presented, and on motion duly adopted, a true and correct copy of which is as follows:

“*Resolved*, That the president and secretary of this company be, and they hereby are, instructed and directed to make immediate application to the proper authorities at Washington for the right to construct the line of railroad of this company through the Cœur d’Alene Indian Reservation in Idaho Territory, and also for the right of way over Government lands through which said proposed railroad lines will pass, and to take all necessary steps to procure the same from the Government of the United States, either by Executive order or Congressional action, as shall be found expedient, the right to use and appropriate necessary depot grounds for the purposes of said railroad through and upon said Cœur d’Alene Indian Reservation.”

Witness my hand and the seal of said company this 2d day of December, 1886.

[SEAL.]

JULIUS GALLAND,

Secretary of the Washington and Idaho Railroad Company.

UNITED STATES OF AMERICA,

Territory of Washington, Office of the Secretary:

I, N. H. Owings, secretary of the Territory of Washington, and custodian of the great seal, do hereby certify that I have carefully compared the annexed copy of writing:

Articles of incorporation of the “Washington and Idaho Railroad Co.” with the original now on file and of record in my office, and that the same is a correct transcript therefrom and of the whole of said original.

In testimony whereof I have hereunto set my hand and affixed the great seal of said Territory, at Olympia, the 12th day of July, 1886.

[SEAL.]

N. H. OWINGS,

Secretary of the Territory.

Articles of incorporation of the Washington and Idaho R. R. Co.

Know all men by these presents: That we, George W. Truax, Horace F. Stratton, Frank F. Haradon, Julius Galland, Isaac Cooper, Wiley A. Walker, and Warren Sayres, of Farmington, and James A. Perkins, and H. W. Livingston, of Colfax, W. T.; citizens of the United States and residents of the Territory of Washington, do hereby form ourselves into a corporation, under and pursuant to the general laws of the Territory of Washington relating to private corporations and adopt the following articles of incorporation:

ARTICLE I.

The name of this corporation shall be the Washington and Idaho Railroad Company.

ARTICLE II.

The objects for which this corporation is formed are and shall be:

First. To construct and equip a railroad and telegraph line from the town of Farmington, in Washington Territory, by the most practical route, in a generally northern direction to a point at or near the town of Spokane Falls, in said Washington Territory, together with the following branch lines tributary thereto:

(1) From a junction with the said main line at the forks of Hangman Creek, near Lone Pine, in said Washington Territory; in a generally northeastern direction, across the Cœur d’Alene Indian Reservation to a point near the mouth of St. Joseph’s River on Cœur d’Alene Lake; thence in a northerly direction along the east side of Cœur d’Alene Lake to the Cœur d’Alene River; thence in a generally easterly direction to Cœur d’Alene Mission; thence in a southeasterly direction, by the valley of the south fork of the Cœur d’Alene River, to Wardner, in Idaho Territory.

(2) From a junction with said main line at or near the town of Spangle, in Washington Territory, in a generally northeasterly direction to a point on Cœur d’Alene Lake, about five miles north of the Cœur d’Alene River, in said Idaho Territory; and to maintain and operate such railroads and telegraph lines and branches thereof, carry freight and passengers thereon, and receive tolls therefor.

Second. To build, equip, operate, and maintain steam-boats, barges, and other craft upon Cœur d’Alene Lake and Cœur d’Alene River and its tributaries; and to carry freight and passengers thereon, and to receive tolls for the same.

Third. To facilitate and assist in the construction, buildings, extension, equipment, and operation of any railroad line connecting or intending to connect, or to exchange traffic with the railroads of this corporation, and for such purpose to subscribe for or purchase the stocks or bonds of any company owning or operating any such railroads, and to guarantee or otherwise secure the payment of any such bonds and interest thereon, by pledge or mortgage of the property of this corporation, or any part thereof, or otherwise, and to consolidate with or lease or contract for the operation or maintenance of any and all railroads so aided.

Fourth. To lease, demise, and let to any other company or corporation authorized to operate railroads and transact business in Idaho or Washington Territory, all and singular its railroad and telegraph line, constructed, or to be constructed, or any portion thereof. To enter into any operating or traffic contract, or any contract in the nature of a lease with any such other company or corporation; and to transfer to such company or corporation the management or operation of its road or any part thereof.

Fifth. To purchase and acquire land and town lots, whether adjacent or contiguous to its railroad; and to hold, possess, improve, lease, sell, and mortgage, or otherwise dispose of any such land in such manner as may be deemed fit.

Sixth. To borrow money on bonds, notes, or otherwise for the general purposes of the corporation, and to mortgage its railroad, rolling stock, and any and all other property to secure the payment thereof.

Seventh. To do all other things necessary and proper for the accomplishment of the objects above specified.

ARTICLE III.

The capital stock of this corporation shall be one million dollars, which shall be divided into ten thousand shares of one hundred dollars each.

ARTICLE IV.

The duration and time of the existence of this corporation shall be fifty years.

ARTICLE V.

The number of trustees of this corporation shall be five. George W. Truax, Horace F. Stratton, Warren Sayers, Julius Galland, and Isaac Cooper shall be the first trustees, and shall manage the concerns of the company until the eighth day of November, A. D. 1886.

ARTICLE VI.

The principal place of business and the head offices of this corporation shall be located at the town of Farmington, in the county of Whitman, in the Territory of Washington.

In testimony whereof we, the said George W. Truax, Horace F. Stratton, Frank F. Haradon, Julius Galland, Isaac Cooper, Wiley A. Walker, Warren Sayers, James A. Perkins, and H. W. Livingstone, have on this 3 day of July, A. D. 1886, at Farmington, in the Territory of Washington, hereunto set our hands and seals to triplicates hereof.

[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]

GEO. W. TRUAX.
HORACE F. STRATTON.
WARREN SAYERS.
JULIUS GALLAND.
ISAAC COOPER.
WILEY A. WALKER.
FRANK F. HARADON.
JAMES A. PERKINS.
H. W. LIVINGSTONE.

Witness:

EDWARD H. KING,
E. T. TANNATT.

Witness:

WM. SERVICE,
W. H. McDONALD.

—

TERRITORY OF WASHINGTON, *County of Whitman, ss:*

Be it remembered that on this 3 day of July, A. D. 1886, before me, the undersigned, a notary public in and for said county, personally appeared George W. Truax, Horace

F. Stratton, Frank F. Harradon, Julius Galland, Isaac Cooper, Wiley A. Walker, and Warren Sayers, known to me to be the identical persons described in and who executed the foregoing articles of incorporation, and severally acknowledged to me that they executed the same for the uses and purposes therein expressed.

In testimony whereof I have hereunto set my hand and affixed my seal of office.

[SEAL.]

EDWARD M. KING,
Notary Public.

TERRITORY OF WASHINGTON, *County of Whitman*, ss :

Be it remembered, that on this 3 day of July, A. D., 1886, before me the undersigned a notary public in and for said county, personally appeared James A. Perkins and H. W. Livingstone, known to me to be the identical persons who are described in and who executed the foregoing articles of incorporation, and severally acknowledged to me that they executed the same for the purposes therein expressed.

In testimony whereof I have hereunto set my hand and affixed my seal of office. Done in triplicate, in the said county of Whitman, on the day and year hereinbefore written.

[SEAL.]

W. H. DOOLITTLE,
Notary Public.

[Endorsed.]

Filed in the office of the secretary of the Territory of Washington, July 7th, and recorded July 8th, 1886. Book "G." Page 449.

N. H. OWINGS,
Secretary.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C., August 10, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of articles of incorporation of the Forest City and Watertown Railroad Company, organized under act March 3, 1875, is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name, and caused the seal of this office to be affixed, at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office.

I, J. F. Whitlock, secretary of the Forest City and Watertown Railroad Company, do hereby certify that the organization of said company has been completed; that the company is fully authorized to proceed with the construction of the road according to the existing laws of the Territory, and that the copy of the articles of incorporation of the company filed in the Department of the Interior is a true and correct copy of the same.

In witness whereof I have hereunto set my name and the corporate seal of the company.

[SEAL.]

J. F. WHITLOCK,
Secretary Forest City and Watertown Railroad.

TERRITORY OF DAKOTA, *County of Sully*, ss :

R. M. Springer, being duly sworn, says that he is the president of the Forest City and Watertown Railroad Company, and that the following is a true list of the officers of the said company, with the full name and official designation of each, to wit: R. M. Springer, president; B. J. Gleason, vice-president; T. B. Rutherford, treasurer; J. F. Whitlock, secretary.

[SEAL.]

R. M. SPRINGER.

Sworn and subscribed to before me this sixth day of April, 1887.

[SEAL.]

DANFORTH Q. JORDAN,
Notary Public within and for Sully Co., Dak.

UNITED STATES OF AMERICA,
Territory of Dakota, Secretary's Office:

I, M. L. McCormack, secretary of the Territory of Dakota, do hereby certify that articles of incorporation of the Forest City and Watertown Railroad was filed for record in this office on the 7th day of April, A. D. 1886, and a patent issued to said company, as provided by law, on the same date.

In witness whereof I have hereunto set my hand and affixed the great seal of the Territory of Dakota, at Bismarck, the capital of said Territory, this 14th day of June, A. D. 1887.

[SEAL.]

M. L. MCCORMACK,
Secretary of Dakota.

Articles of incorporation of the Forest City and Watertown Railroad.

The undersigned persons, subscribers to these articles and such other persons as may become stockholders herein, hereby associate themselves together and form a corporation for the purpose of constructing, maintaining, and operating a railroad for the transportation of freight and passengers.

1st. The name of this railroad shall be the Forest City and Watertown Railroad.

2nd. This railroad shall be constructed from Forest City, Potter County, to Watertown, Codington County, Dakota.

3rd. The office and principal place of business of this corporation shall be at Forest City, Dakota.

4th. The estimated length of said railroad is 200 miles, and it shall pass through the counties of Potter, Faulk, Spink, Clark, and Codington, Dakota.

5th. The amount of the capital stock of this corporation shall be \$800,000 divided into 8,000 shares of \$100 each.

6th. The number of directors of this corporation shall be 11, and the names and residences of the directors who shall manage its affairs for the first year and till others are chosen in their places are R. M. Springer, Forest City, D. T.; Fred Reynolds, Faulkton, D. T.; Jas. Springer, Chicago; Jas. W. Shaw, Forest City, D. T.; Bishop J. Gleason, Appomattox, D. T.; John F. Whitlock, Forest City, D. T.; Thos. B. Rutherford, Forest City, D. T.; H. T. Meacham, Gettysburg, D. T.; John F. Donovan, Appomattox, D. T.; J. J. Lucas, Gettysburg, D. T.; H. K. White, Chicago, Ill.

7th. The estimated cost of said railroad is \$———.

8th. This corporation shall exist for the term of ninety-nine (99) years unless sooner dissolved as provided by law.

In witness whereof each of the foregoing-named persons has hereunto subscribed his name and residence and the number of shares he agrees to take of the capital stock of the said corporation.

Name and residence.	No. shares.
R. M. SPRINGER, Forest City, D. T.	2,899
FRED REYNOLDS, Faulkton, D. T.	100
JAMES SPRINGER, Chicago, Ill.	100
JAMES W. SHAW, Forest City, D. T.	700
BISHOP J. GLEASON, Appomattox, D. T.	700
JOHN F. WHITLOCK, Forest City, D. T.	700
THOS. B. RUTHERFORD, Forest City, D. T.	700
H. T. MEACHAM, Gettysburg, D. T.	700
JOHN F. DONOVAN, Appomattox, D. T.	700
J. A. LUCAS, Gettysburg, D. T.	700
H. K. WHITE, Chicago, Ill.	One.

STATE OF ILLINOIS, County of Cook, City of Chicago, ss:

Fred Reynolds, R. M. Springer, and James Springer, each for himself upon oath say, that he is one of the directors subscribing to the foregoing articles of incorporation for the purpose of constructing, maintaining, and operating a railroad from Forest City, D. T., to Watertown, D. T. They each further state that the signatures thereto as directors, to wit: the signatures of R. M. Springer, Fred Reynolds, James Springer, James W. Shaw, Bishop J. Gleason, John F. Whitlock, Thomas B. Rutherford, H. T. Meacham, John F.

Donovan, J. A. Lucas, and H. K. White, are genuine, and that it is intended in good faith to construct, maintain, and operate the railroad mentioned in said articles.

FRED REYNOLDS.
R. M. SPRINGER.
JAMES SPRINGER.

Subscribed and sworn to before at Chicago, Illinois, by the above-named Fred Reynolds, R. M. Springer, and James Springer, respectively, this second day of April, A. D. 1886.

[SEAL.]

PHILIP A. HOYNE,
A Commissioner of Deeds for the Territory of Dakota in Chicago, Ill.

TERRITORY OF DAKOTA, *County of Potter, ss:*

Be it remembered that on this 26th day of March, A. D. 1886, personally appeared before me James W. Shaw, Thomas B. Rutherford, Bishop J. Gleason, J. A. Lucas, John F. Donovan, Hubbard F. Meacham, and John F. Whitlock, personally known to me to be the persons whose names are hereto attached, and severally acknowledged the same to be their free act and deed for the uses and purposes therein set forth.

Signed and sealed in my presence this 26th day of March, 1886.

RICHARD M. SPRINGER,
Clerk of the District Court in and for Potter County.
By CELLIE M. SPRINGER, *Deputy.*

[SEAL.]

I, J. F. Whitlock, secretary of the Forest City and Watertown Railroad Company, do hereby certify that the foregoing copy of the articles of incorporation of the Forest City and Watertown Railroad Company are true and correct.

Witness my hand and the seal of the company this 6th day of June, 1887.

[SEAL.]

J. F. WHITLOCK,
Secretary F. C. & W. R. R. Co.

UNITED STATES OF AMERICA,
Territory of Dakota, Secretary's Office:

I, M. L. McCormack, secretary of the Territory of Dakota, do hereby certify that I have carefully compared the foregoing copy of articles of corporation of the "Forest City and Watertown Railroad Company" with the original now on file in this office, and that the same is a correct transcript therefrom, and of the whole thereof.

In testimony whereof I have hereunto set my hand and affixed the great seal of the Territory of Dakota, at Bismarck, this 2nd day of October, 1886.

[SEAL.]

M. L. MCCORMACK,
Secretary of Dakota Territory.

TERRITORY OF DAKOTA, *County of Potter, ss:*

F. G. Brooks being duly sworn says that he is the chief engineer of the Forest City and Watertown Railroad Company; that the survey of the line of route of said road from Forest City to Green Lake, a distance of $21\frac{17}{32}$ miles, was made by him as chief engineer of the company, and under its authority commencing on the 21st day of June, 1886, and ending on the 29th day of October, 1886, and that such survey is accurately represented on the accompanying map.

F. C. BROOKS,
Chief Engineer.

Sworn and subscribed to before me this 23th day of April, 1887.

[SEAL.]

ORREN M. WILLIAMS,
Notary Public.

I, Richard M. Springer, do hereby certify that I am the president of the Forest City and Watertown Railroad Company; that F. G. Brooks, who subscribed the foregoing affidavit, is the chief engineer of the said company; that the survey of line of route of the company's road as accurately represented on the accompanying map, was made under authority of the company; that the said line of route as surveyed and as represented on the said map was adopted by the company by resolution of its board of directors on the 30th day of April, 1887, as the definite location of the road from Forest City to Green

Lake, a distance of $21\frac{1700}{2200}$ miles; and that the map has been prepared to be filed for the approval of the Secretary of the Interior, in order that the company may obtain the benefits of the act of Congress approved March 3rd, 1875, entitled "An act granting to railroads the right of way through the public lands of the United States."

RICHARD M. SPRINGER,
President of the Forest City and Watertown Railroad Comp'y.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C., Aug. 10, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of resolutions, association, etc., of the St. Paul, Minneapolis and Manitoba R'y Co. is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name, and caused the seal of this office to be affixed, at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office.

Resolutions, association, etc., of the Saint Paul, Minneapolis and Manitoba Railway Company.

[Resolution designating route from Kindred to a point in Emmons County.]

At a meeting of the board of directors of the Saint Paul, Minneapolis and Manitoba Railway Company held on the 17th day of May, 1881, at the office of said company, in Saint Paul, Minnesota, the following resolution was unanimously adopted by said board, viz:

Whereas this company, viz, the Saint Paul, Minneapolis and Manitoba Railway Company, is a railroad corporation duly created and organized under the laws of the State of Minnesota, and its constructed railroad in said State reaches and intersects the eastern boundary of the Territory of Dakota on the Sioux Wood or Bois de Sioux River at Breckenridge, in said State, and also at a point on the Red River in said Territory at Grand Forks in said Territory;

And whereas this company has determined to extend its said railroad into and through said Territory of Dakota, commencing at a point in its present constructed line in the town of Kindred, in Cass County, in said Territory, and running thence in a southwesterly direction to a point in the Missouri River, in the county of Emmons, in said Territory, with such branches therefrom as it may hereafter determine:

Therefore, to the end that this company may commence and proceed to construct and operate the said extension from said Kindred to the Missouri River under and pursuant to the laws of said Territory, it is hereby

Resolved by the board of directors of this company, That the route of such extension shall be as follows, viz: Commencing at a point on its present constructed line in said Territory, in the town of Kindred, in said Cass County, and running thence in a southwesterly direction through and into the counties of Cass, Ransom, La Moure, Logan, and Emmons, in said Territory, to a point on the Missouri River, in said county of Emmons, with branches to such other points or places as this company may hereafter determine, estimating the length of said proposed extension, exclusive of branches, at two hundred miles.

And whereas this company has constructed a branch or extension of its said railroad commencing at or near Grand Forks, in Grand Forks County, and running thence southerly through and into the counties of Grand Forks, Traill, and Cass, in said Territory, to the eastern boundary thereof at Fargo, in said Cass County, which said extension or branch is connected with the main line of this company's railroad at Fargo and Grand Forks by bridges across said Red River;

And whereas this company desires and has determined to extend its said railroad from said Grand Forks, into and through said Territory in a northerly direction through and into the county of Grand Forks and Pembina to the northern boundary of said Territory:

Therefore, to the end that this company may commence and proceed to construct and operate the said extension from said Grand Forks to the northern boundary of said Territory under and pursuant to the laws of said Territory, it is further hereby

Resolved by the board of directors of this company, That the route of said last-named extension shall be as follows, viz: Commencing at said Grand Forks and running thence in a northerly direction through and into the counties of Grand Forks and Pembina, to a point in said county of Pembina in the northern boundary of said Territory—the estimated length of said proposed extension being seventy-five miles.

That this resolution and preamble be entered in full in the records of the (of the) proceedings of this company, and that a copy of such record, certified by the president and secretary of the company under the seal of the company, be filed and recorded in the office of the secretary of the Territory of Dakota, pursuant to the provisions of the statutes of said Territory in such cases made and provided.

We, George Stephen, president, and Edward Sawyer, secretary, of the Saint Paul, Minneapolis and Manitoba Railway Company, do hereby certify that the foregoing is a true copy of a resolution of the board of directors of said railway company, passed at a meeting of said board held at the office of said company in St. Paul, Minnesota, on this 17th day of May, A. D. 1881.

In witness whereof we have hereunto set our hands and affixed the seal of said company, at St. Paul, this 17th day of May, A. D. 1881.

[SEAL.]

GEO. STEPHEN, *President.*
E. SAWYER, *Secretary.*

UNITED STATES OF AMERICA,

Territory of Dakota, Secretary's Office:

I, James H. Teller, secretary of the Territory of Dakota, do hereby certify that I have carefully compared the foregoing copy of resolution designating route of the Saint Paul, Minneapolis and Manitoba Railway Company from of Kindred to a point in the Missouri River, in the county of Emmons, filed in this office May 6, 1881, with the original now on file in this office, and that the same is a correct transcript therefrom, and of the whole thereof.

In testimony whereof I have hereunto set my hand and affixed the great seal of the Territory of Dakota, at Yankton, this 26th day of May, 1883.

[SEAL.]

JAMES H. TELLER,
Secretary of Dakota Territory.

[Resolution designating route from Breckenridge to a point in Pembina County.]

Whereas this company, to wit, the Saint Paul, Minneapolis and Manitoba Railway Company, is a railroad corporation duly created and organized under the laws of the State of Minnesota, and its constructed railroad in said State reaches and intersects the eastern boundary of the Territory of Dakota on the Sioux Wood (or Bois de Sioux) River at Breckenridge, in said State, and also at a point on the Red River in said State opposite Grand Forks in said Territory;

And whereas this company having determined to extend its said railroad into and through said Territory of Dakota from said Breckenridge, in a northerly direction to a point in the north line of Pembina County in said Territory, with a branch to said Grand Forks and other branches, did on the 28th day of August, A. D. 1879, by resolution of its directors duly entered in the record of its proceedings, designate the route of such proposed extension and branch as commencing at a point on the west bank of said Sioux Wood River, in said Territory of Dakota, opposite said town of Breckenridge, in the State of Minnesota, connecting said proposed extension with the constructed railroad of this company in the State of Minnesota by a bridge across said Sioux Wood River and running thence in a northerly direction through and into the counties of Richland, Cass, Trail, Grand Forks, and Pembina, in said Territory, to a point in the said county of Pembina on the boundary line between said Territory and the Dominion of Canada with branches from said main line to Grand Forks in said Territory, and such other points or places as the company might thereafter determine, estimating the length of said proposed extension, exclusive of branches, at two hundred and ten (210) miles; a copy of the record of which resolution certified by the secretary of the company was duly filed and recorded in the office of the secretary of said Territory on or about the 17th day of November, A. D. 1879;

And whereas this company has commenced the construction of said extension and of said branch to Grand Forks, and has constructed a bridge across the Red River at said Grand Forks connecting the said branch with its constructed railroad in the State of Minnesota, at the point where it reaches the said Red River opposite said Grand Forks;

And whereas this company desires and has determined to extend its railroad from the point where it reaches and intersects said branch at Grand Forks at or near said town of Grand Forks into and through said Territory in a southerly direction to a point on said eastern boundary at or near Fargo in said Territory:

Therefore, to the end that this company may commence and proceed to construct and operate the said extension from Grand Forks to Fargo under and pursuant to the laws of said Territory, it is hereby

Resolved by the board of directors of this company, That the route of said extension shall be as follows, viz: Commencing at a point on said branch to Grand Forks at or near said town of Grand Forks, and running thence in a southerly direction through and into the counties of Grand Forks, Traill, and Cass to the eastern boundary of said Territory at or near Fargo, in said county of Cass; the estimated length of such extension being about eighty miles, more or less; that this resolution and preamble be entered in full in the records of the proceedings of this company, and that a copy of such record thereof, certified by the vice-president and secretary of the company and under the seal of the company, be filed and recorded in the office of the secretary of the Territory of Dakota, pursuant to the provisions of the statute of said Territory in such case made and provided.

We, P. B. Angus, vice-president, and Edward Sawyer, secretary, of the St. Paul, Minneapolis and Manitoba Railway Company, do hereby certify that the foregoing is a true transcript from the record of the proceedings of the directors of said company at a meeting thereof held in St. Paul on the 26th day of August, 1880.

P. B. ANGUS,
Vice-President.
EDW'D SAWYER,
Secretary.

[SEAL.]

UNITED STATES OF AMERICA,
Territory of Dakota, Secretary's Office:

I, James H. Teller, secretary of the Territory of Dakota, do hereby certify that I have carefully compared the foregoing copy of resolution designating route of the Saint Paul, Minneapolis and Manitoba Railway Company from Breckenridge to a point in Pembina County, filed in this office August 30th, 1880, with the original now on file in this office, and that the same is a correct transcript therefrom and of the whole thereof.

In testimony whereof I have hereunto set my hand and affixed the great seal of the Territory of Dakota at Yankton, this 26th day of May, 1883.

[SEAL.]

JAMES H. TELLER,
Secretary of Dakota Territory.

NEW YORK, June, 1886.

At a meeting of the board of directors of the St. Paul, Minneapolis and Manitoba Railway Company, held at the offices of said company in the city of New York, on the 12th day of June, 1886.

Present: Messrs. Kennedy, James, Thorne, and Smith.

On motion of Mr. Thorne, seconded by Sir Donald A. Smith, the following preamble and resolutions were unanimously adopted:

Whereas this company, to wit, the St. Paul, Minneapolis and Manitoba Railway Company, is a railroad corporation duly created and organized under the laws of the State of Minnesota, and is about to construct a branch railroad in said State reaching and intersecting the eastern boundary of the Territory of Dakota, on the Sioux Wood (or Bois de Sioux) River, at a point in section 15, in township 130, range 47;

And whereas said company desires and proposes to extend said branch from said point on the Sioux Wood (or Bois de Sioux) River, in section 15, township 130, range 47, into and through said Territory in a westerly direction through the counties of Richland, Sargent, Dickey, McIntosh, and Emmons, to a point on the Missouri River within said county of Emmons, which extension is estimated to be about two hundred miles:

Therefore, to the end that this company may commence and proceed to construct and operate the said extension from said point on the boundary line under and pursuant to the laws of said Territory, it is hereby resolved by the board of directors of said company that the route of such extension shall be as follows, viz:

Commencing at a point on the eastern boundary line of said Territory of Dakota on the Sioux Wood (or Bois de Sioux) River, in section 15, township 130, range 47, into and through said Territory in a westerly direction, through the counties of Richland, Sargent, Dickey, McIntosh, and Emmons, to a point on the Missouri River, within said county of Emmons, which extension is estimated to be about two hundred miles.

That this resolution and preamble be entered in full in the records of the proceedings of this company, and that copies of the record thereof, duly certified by the president and secretary of the company, and under the seal of the company, be filed in the office

of the secretary of the Territory of Dakota, pursuant to the statutes of said Territory in such case made and provided.

I, E. Sawyer, secretary of the St. Paul, Minneapolis and Manitoba Railway Company, hereby certify that the foregoing is a true copy from the records of said company of resolution adopted by the board of directors of said company at a meeting of said board held at the time and place above mentioned.

[SEAL.]

E. SAWYER,
Secretary.

NEW YORK, April 15, 1886.

At a meeting of the Board of Directors of the St. Paul, Minneapolis and Manitoba Railway Company, held at the offices of the company in the city of New York on the 15th day of April 1886.

Present: Messrs. Kennedy, Stephen, Smith, James, Thorne, and Minot.

On motion of Mr. Minot, seconded by Mr. Thorne, the following preamble and resolution were adopted:

Whereas, this company, to wit: The St. Paul, Minneapolis and Manitoba Railway Company, is a railroad corporation duly created and organized under the laws of the State of Minnesota and has constructed a railroad in said State, reaching and intersecting the eastern boundary of the Territory of Dakota, on the Sioux Wood (or Bois de Sioux) River, at Breckenridge in said State, and also at a point on the Red River in said State opposite Grand Forks, in said Territory.

And whereas, this company has constructed extensions from said Grand Forks to Larimore in said Territory and from Larimore to Park River in said Territory, and has constructed a bridge across said Red River at said Grand Forks, connecting said extension with its said constructed railway in the State of Minnesota, at a point where it reaches said Red River opposite Grand Forks:

And whereas, this company desires and proposes to extend its railroad from said Park River, into and through said Territory in a northwesterly direction, through the counties of Walsh, Pembina, Nickens, Harvey, and Cavalier to such terminus on the international boundary line as may prove convenient:

Therefore, to the end that this company may commence and proceed to construct and operate the said extension from said Larimore to said boundary line, under and pursuant to the laws of said Territory, it is hereby

Resolved, By the board of directors of this company that the route of such extension shall be as follows, viz: Commencing at the terminus of said constructed railroad at said Park River, and running thence in a northwesterly direction through and into the counties of Walsh, Pembina, Nickens, Harvey, and Cavalier, to the northern boundary line of said Territory at such point as may be convenient. The estimated length of such extension being about 70 miles.

That this resolution and preamble be entered in full in the record of the proceedings of this company, and that a copy of such record thereof, certified by the president and the secretary of the company, and under the seal of the company, be filed in the office of the secretary of the Territory of Dakota, pursuant to the provisions of the statutes of said Territory in such case made and provided.

I, E. Sawyer, secretary of the St. Paul, Minneapolis and Manitoba Railway Company, do hereby certify that the foregoing is a true copy from the records of said company of a resolution adopted by the board of directors of said company at a meeting of said board held at the time and place above mentioned.

[SEAL.]

E. SAWYER,
Secretary.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C., August 10, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of the articles of incorporation of the Arizona Narrow Gauge R. R., now known as the Tucson Globe and Northern R. R., is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name, and caused the seal of this office to be affixed, at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office.

Articles of incorporation of the Arizona Narrow Gauge Railroad Company.

We, the undersigned residents of the Territory of Arizona, have subscribed and do hereby subscribe the number of shares, and the sums representing the value thereof, placed opposite our names hereunder, to the capital stock of a corporation to be formed under the provisions of the general railroad incorporation act of Arizona Territory, approved February fourteenth, 1879, for the purpose of constructing, owning and maintaining railroads between the termini and over the route described as follows:

(1) The line begins at Tucson, Pima County, Territory of Arizona; thence by the most favorable route in a northerly direction to a pass through the Tortilita Mountains; thence in a northerly direction along the San Pedro River to its mouth; thence in a northeasterly direction along the Gila River Valley to San Carlos; thence in a northerly direction to the San Carlos River Valley; thence in a northeasterly direction along the western slope of the White Mountains to Fort Apache; thence in a northeasterly direction to the thirty-fifth (35th) parallel of north latitude; all of said line passing into and through the counties of Pima, Pinal, Graham, Gila, and Apache, of the Territory of Arizona, and the aggregate length of said road being about two hundred and ten miles.

	Value.
HUGH FARLEY (200 shares)	\$20,000
WM. H. CULVER (200 shares)	20,000
GEORGE PUSCH (200 shares)	20,000
JNO. P. CULVER (200 shares)	20,000
JOSEPH GOLDTREE (200 shares)	20,000
C. C. STEPHENS (200 shares)	20,000
L. C. HUGHES (200 shares)	20,000
R. W. LEATHERWOOD (200 shares)	20,000
P. R. TULLY (200 shares)	20,000
J. C. HANDY (200 shares)	20,000
C. P. SYKES (200 shares)	20,000

November 5th, A. D. 1882.

Stock to the amount of more than \$1,000 for each and every mile of the above proposed railroad having been subscribed, we, the subscribers thereto, hereby appoint Hugh Farley and William H. Culver a committee of subscribers for the purpose of giving notice of a subscribers' meeting for the purpose of adopting articles of association as required by law, and for the further purpose of electing from said subscribers not less than five nor more than thirteen directors, as required by law. Hugh Farley, William H. Culver, George Pusch, J. P. Culver, Joseph Goldtree, C. C. Stephens, L. C. Hughes, R. N. Leatherwood, P. R. Tully, J. C. Handy, C. P. Sykes.

We hereby appoint the 21st day of November, A. D. 1882, at 10 o'clock a. m., at the office of Culver & Aram, in Tucson, Pima County, Arizona Territory, as the time and place for the first subscribers' meeting.

HUGH FARLEY.
WM. C. CULVER.

We, the undersigned subscribers as aforesaid, admit the receipt of service of notice of said subscribers' meeting from said committee this 13th day of November, A. D. 1882.

C. P. SYKES.
P. R. TULLY.
HUGH FARLEY.
J. GOLDTREE.
R. N. LEATHERWOOD.
C. C. STEPHENS.
J. P. CULVER.
GEO. PUSCH.
WM. H. CULVER.
L. C. HUGHES.
J. C. HANDY.

Articles of association.

On this 21st day of November, A. D. 1882, at 10 o'clock a. m., at the office of Culver and Aram, in Tucson, Pima County, Arizona Territory, we, the undersigned subscribers

to the amount of two thousand and two hundred shares, amounting to the value of two hundred and twenty thousand dollars, being an amount exceeding one thousand dollars per mile for each and every mile of the railroad herein and hereafter proposed, having received seven days' notice as by law required from a committee of subscribers legally appointed, do at this meeting adopt the following articles of association:

ARTICLE I.

The name of this incorporation shall be the Arizona Narrow Gauge Railroad Company.

ARTICLE II.

The number of years this incorporation shall continue in existence shall be fifty years.

ARTICLE III.

The amount of the capital stock of this corporation shall be three million dollars, which shall be divided into thirty thousand shares of one hundred dollars each, which sum is the actual contemplated cost of constructing the road herein proposed to be constructed, together with the cost of the right of way, motive power, and every other appurtenances and thing for the completion and running of said road as nearly as can be estimated by John P. Culver, of Tucson, Arizona Territory, a competent engineer, whose estimate and report is annexed hereto and made a part hereof.

ARTICLE IV.

The number of directors to manage the affairs of the company shall be eleven, and the names of the first directors shall be: Hugh Farley, Wm. H. Culver, George Pusch, J. H. Culver, Joseph Goldtree, C. C. Stephens, L. C. Hughes, R. N. Leatherwood, P. R. Tully, J. C. Handy, and C. P. Sykes, who shall hold their office until others are elected as shall be provided by the by-laws of the company.

ARTICLE V.

The places from and to which the proposed road, together with the branches thereof, are to be constructed, and the counties into and through which said road and branches are intended to pass, and their length, as near as may be, are the same as set forth in the proceeding statement of subscription, is made a part of these articles of association.

	Value.
HUGH FARLEY, of Tucson, Arizona Ter. (200 shares)-----	\$20,000
WM. H. CULVER, of Tucson, Arizona Ter. (200 shares)-----	20,000
GEORGE PUSCH, of Tucson, Arizona Ter. (200 shares)-----	20,000
J. P. CULVER, of Tucson, Arizona Ter. (200 shares)-----	20,000
JOSEPH GOLDTREE, of Tucson, Arizona Ter. (200 shares)-----	20,000
C. C. STEPHENS, of Tucson, Arizona Ter. (200 shares)-----	20,000
L. C. HUGHES, of Tucson, Arizona Ter. (200 shares)-----	20,000
R. N. LEATHERWOOD, of Tucson, Arizona Ter. (200 shares)---	20,000
P. R. TULLY, of Tucson, Arizona Ter. (200 shares)-----	20,000
J. C. HANDY, of Tucson, Arizona Ter. (200 shares)-----	20,000
C. P. SYKES, of Calabosas, A. T. (200 shares)-----	20,000

Estimate of actual cost of constructing a railroad of three feet gauge along the line set forth in the foregoing articles of association, together with the cost of right of way, motive power, depots and stations, rolling stock and other appurtenances and things for the completion and running of the road.

ESTIMATE PER MILE.

Right of way, station grounds and buildings-----	\$300
Motive power-----	250
Cars of all kinds-----	210
Rails, fastening, and track-laying-----	6,300
Ties, 2,640 per mile-----	1,300

Grading and bridging	\$5,100
Incidental and miscellaneous	400
Total cost per mile	13,860
Total cost for 210 miles	2,910,600

I, John P. Culver, hereby certify that I am a civil engineer by occupation and profession; that I have had examined the line of the road hereinbefore proposed and set forth, and have estimated the actual contemplated cost of constructing said road, together with cost of right of way, motive power, and every other appurtenance and thing for the completion and running; contemplated cost as nearly as can be estimated is the sum of \$2,910,600.

JNO. P. CULVER.

(Endorsed:) Filed in the office of the secretary of the Territory of Arizona this 23d day of November, A. D. 1882, at 3 o'clock p. m. H. M. Van Arman, secretary of Territory, by F. S. Ingalls, assistant.

TERRITORY OF ARIZONA,

Office of the Secretary:

[Seal of the Territory of Arizona, 1863.]

I, H. M. Van Arman, secretary of the Territory of Arizona, do hereby certify that the foregoing is a true copy of the articles of incorporation of the Arizona Narrow Gauge Railroad Company, as the same is taken from and compared with the original now on file in my office.

In testimony whereof I have hereunto set my hand and affixed my official seal at Prescott, this 23d day of November, 1882.

[L. S.]

H. M. VAN ARMAN,
Secretary of Territory,
By F. S. INGALLS,
Assistant Secretary.

I, William H. Culver, president of the Arizona Narrow Gauge Railroad Company hereby certify that the foregoing is a true copy of the articles of incorporation and association of the said company.

[L. S.]

WILLIAM H. CULVER,
President of the Company.

Amended articles of incorporation, Tucson, Globe and Northern Railroad Company (formerly the Arizona Narrow Gauge Railroad Company.)

ARTICLE I.

The name of this incorporation shall be the Tucson, Globe and Northern Railroad Company.

ARTICLE II.

The number of years this incorporation shall continue in existence shall be fifty years.

ARTICLE III.

The amount of the capital stock of this incorporation shall be twenty thousand dollars per mile, which shall be divided into shares of one hundred dollars each.

ARTICLE IV.

The number of directors to manage the affairs of the company shall be eleven, who shall hold their office until others are elected as provided by the by-laws of the company.

ARTICLE V.

The place from and to which the proposed road is to be constructed, and the counties into and through which it is intended to pass, and its length, as near as may be, are as

follows: Beginning at Tucson, in the county of Pima, thence in a northerly direction by the most practicable route to a point at or near the junction of the San Pedro and Gila Rivers; thence in a northerly direction to or near the town of Globe, in Gila County. Also, from some feasible point on said line in said county, in a northerly or northeasterly direction by the most practicable route to the western boundary of the Territory of New Mexico, at or near the thirty-fifth parallel of north latitude, together with such branches, sidings, Y's, extensions and feeders as may be found necessary and desirable, said lines passing through or into the counties of Pima, Pinal, Graham, Gila, Yavapai, and Apache in the Territory of Arizona, the aggregate length of said lines being two hundred and ten (210) miles, more or less.

Certification.

We hereby certify that at a special meeting of the stockholders of the Arizona Narrow Gauge Railroad Company, held at the office of the company in the city of Tucson, Territory of Arizona, on the 15th day of November, A. D. 1887, and called for that purpose, the articles of incorporation of said company were, by a unanimous vote, amended to read as above set forth. And at said meeting more than ninety-seven per cent. of all the stock of said company was represented in person and by proxy, and voted on all questions.

We further certify that at a subsequent meeting of the board of directors of said company, held on the same day at the same place, the action of said special meeting of the stockholders of said company in so amending its articles of incorporation, was, by a unanimous vote, fully approved, ratified, and confirmed.

In witness whereof we have hereunto set our hands and attached the seal of the company this 16th day of November, A. D. 1887.

[L. S.]

W. H. CULVER,
President.

Attest:

CHAS. E. WALKER,
Secretary.

TERRITORY OF ARIZONA,
Office of Secretary, ss:

I, Jas. A. Bayard, secretary of the Territory of Arizona, do hereby certify that the above and foregoing is a true and correct copy of the original articles of incorporation of the Tucson Globe and Northern Railroad Company, now on file in my office.

In witness whereof I have hereunto set my hand and affixed my official seal. Done at Prescott this 25th day of November, 1887.

[L. S.]

JAS. A. BAYARD,
Secretary of Territory.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C., August 10, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of articles of association of the Maricopa and Phoenix R. R. Co., organized under act March 3, 1875, is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name, and caused the seal of this office to be affixed, at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office.

UNITED STATES OF AMERICA, *Territory of Idaho, ss:*

I, Edward J. Curtis, secretary of Idaho Territory, custodian of the great seal and laws of said Territory, do hereby certify that the Washington and Idaho Railroad Company, a corporation organized and existing under the laws of Washington Territory, has fully complied with sec. 2653 Civil Code, Revised Statutes of Idaho Territory, relating to

foreign corporations, and is therefore entitled to the privileges and advantages accruing from such compliance.

Witness my hand and the great seal of the Territory, at Boisé City, this 1st day of August, A. D. 1887.

[SEAL.]

E. J. CURTIS,

Secretary of Idaho Territory.

Articles of association of the Maricopa and Phoenix Railroad Company.

Whereas the following persons, to wit: Morris R. Locke, A. D. Locke, R. F. Kirkland, John R. Looseley, J. T. Simms, John Y. T. Smith, George H. N. Luhrs, L. T. Reid, J. T. Dennis, and J. W. Cotton, being subscribers to stock of a contemplated railroad, to be known as "The Maricopa and Phoenix Railroad Company," and being desirous of forming a corporation under the provisions of an act of the legislative assembly of the Territory of Arizona, approved February 14th, A. D. 1879, entitled "An act of general railroad corporation," for the purpose of constructing, owning, and maintaining such railroad, and having subscribed stock to the amount of forty thousand (40,000) dollars, being one thousand (1,000) dollars for each and every mile of said proposed railroad, and having waived all notice required by section one (1) of said act, have this first (1st) day of June, A. D. 1886, adopted the following as the articles of association for said corporation, to wit:

ARTICLE I.

The name of the association or corporation shall be "The Maricopa and Phoenix Railroad Company," and its duration shall be for the period of fifty (50) years from and after the filing of these articles of association with the office of the secretary of the Territory of Arizona.

ARTICLE II.

The amount of the capital stock of this corporation shall be six hundred thousand (600,000) dollars, which is the actual cost of constructing said railroad, together with the cost of the right of way, motive power, and every other appurtenance and thing for the completion and running of said road as nearly as can be estimated by competent engineers, at the adoption of these articles of association, which capital stock shall be divided into shares of one hundred (100) dollars each.

ARTICLE III.

The number of directors shall be seven (7), and the names of the directors who have been elected at the stockholders' meeting held the first (1st) day of June, A. D. 1886, when these articles of association were adopted, are as follows, to wit: J. T. Sims, L. T. Reid, A. D. Locke, George H. N. Luhrs, J. R. Looseley, J. T. Dennis, and James M. Cotton, and said directors shall hold their office until others are elected, as shall be provided by the by-laws of the corporation hereafter to be adopted.

ARTICLE IV.

The place to and from which the said Maricopa and Phoenix Railroad shall be constructed is from the most practical point at or near the track of the Southern Pacific Railroad Company at or near Maricopa station, in the said Territory of Arizona, and from thence by the most practical route to the point at or near Hayden's Ferry, at Tempe, and thence to the city of Phoenix, in Maricopa County, in said Territory, and the counties through which it is intended to pass are Pinal and Maricopa Counties, in said Territory, and the length of said railroad will be forty (40) miles, as near as can at present be estimated.

In witness whereof we, the undersigned, have hereunto set our hands, our places of residence, and the number of shares of stock that we have subscribed to, this first day of June, A. D. 1886.

Name and residence.	No. of shares.
Morris R. Locke, Jerseyville, Ill.	200
A. B. Locke, Phoenix, A. T.	10
R. F. Kirkland, Phoenix, A. T.	20
John R. Looseley, Phoenix, A. T.	10
J. T. Simms, Phoenix, A. T.	50
J. Y. T. Smith, Phoenix, A. T.	20
Geo. H. N. Luhrs, Phoenix, A. T.	20
L. T. Reid, Phoenix, A. T.	20
J. T. Dennis, Phoenix, A. T.	20
J. M. Cotton, Phoenix, A. T.	30

TERRITORY OF ARIZONA, *Office of the Secretary, ss:*

I, T. E. Farish, acting secretary of the Territory of Arizona, do hereby certify that I have this day, at the hour of 11.30 a. m., duly filed for record in my office articles of incorporation of the Maricopa and Phoenix Railroad, of which the above and foregoing is a true copy.

In witness whereof I have hereunto set my hand and affixed my official seal this fourth day of June, 1886.

[SEAL.]

T. E. FARISH,
Acting Secretary of the Territory.

[Endorsements.]

TERRITORY OF ARIZONA, *County of Maricopa, City of Phoenix, ss:*

I, A. D. Locke, secretary of the Maricopa and Phoenix Railroad Company, do hereby certify that the above and foregoing is a true and correct copy of the original "articles of association" of said company, the original of which is now on file in my office.

In testimony whereof I hereunto set my hand and affix the seal of said company this the 26th day of April, A. D. 1887.

Filed with me this 7th day of June, A. D. 1886.

[SEAL.]

A. D. LOCKE,
Secretary.

In the matter of the Maricopa and Phoenix Railroad Company, a corporation.

I, Edward B. Young, secretary of the Maricopa and Phoenix Railroad Company, a corporation duly organized and existing under the laws of the Territory of Arizona, do hereby certify that the organization of said company has been completed; that the company is fully authorized to proceed with the construction of the road according to the existing laws of the Territory of Arizona, and that the copy of the articles of association of the company filed in the Department of the Interior is a true and correct copy of the same.

In witness whereof I have hereunto set my name and the corporate seal of the company this eleventh day of June, 1885.

[SEAL.]

E. B. YOUNG,
Secretary of the Maricopa and Phoenix Railroad Company.

STATE OF CALIFORNIA, *City and County of San Francisco, ss:*

John J. Valentine, being duly sworn, says that he is president of the Maricopa and Phoenix Railroad Company, a corporation duly organized and existing under the laws of the Territory of Arizona, and that the following is a true list of the officers of the said company, with the full name and official designation of each, to wit:

John J. Valentine, Monroe Salisbury, Edward B. Young, Homer S. King, Joseph S. Roberson, Hugh White, and Austin Carrington are the present directors of said corporation, and John J. Valentine is president, Monroe Salisbury is vice-president, Homer S. King is treasurer, and Edward B. Young is secretary of said corporation, and Alfred Eoff, residing at the town of Prescott, Territory of Arizona, is the duly authorized agent and attorney of said company, to reside within the limits and under the jurisdiction of the said Territory, for all purposes, as required by sections 5 and 31 of an act entitled "An act of general railroad incorporation," enacted by the Legislative Assembly of the Territory of Arizona, and approved February 14th, 1879.

[SEAL.]

JNO. J. VALENTINE.

Articles of association of the Maricopa and Phoenix Railroad Company.

Know all men by these presents:

That we whose names are hereunto annexed, being subscribers to the stock of the railroad contemplated by these articles to the amount and extent as herein set forth, have voluntarily associated together for the purpose of forming a corporation under the laws of the Territory of Arizona, and each and every one of us having received five (5) days' notice from a committee of said subscribers appointed to give such notice as required by law, do now adopt the following as the articles of association of said corporation, and do elect from among the said subscribers to said articles seven (7) Directors.

NAME.

First. That the name of said corporation is the Maricopa and Phoenix Railroad Company.

DURATION.

Second. That the period for which said corporation is to continue in existence is fifty (50) years.

CAPITAL STOCK.

Third. That the capital stock of said corporation is six hundred thousand (\$600,000) dollars, divided into six thousand (6,000) shares of one hundred (\$100) dollars each.

That said sum of \$600,000.00 is the actual contemplated cost of constructing the road hereinafter described, together with the cost of the right of way, motive power, and every other appurtenance and thing for the completion and running of said road from the most practicable point at or near Maricopa Station on the track of the Southern Pacific Railroad in Pinal County, in Arizona Territory, to the city of Phoenix, as herein-after described, as nearly as can be estimated by competent engineers.

NAMES, NUMBER, AND RESIDENCE OF DIRECTORS.

Fourth. That the number of the directors of said corporation is seven (7), and the names and residences of those who are to serve until the election and qualification of their successors, as provided by the by-laws of said corporation, are as follows:

John J. Valentine, Oakland, California; Homer S. King, San Francisco, California; Monroe Salisbury, Oakland, California; Joseph S. Roberson, Oakland, California; Edward B. Young, San Francisco, California; Austin Carrington, Benson, Arizona; Hugh White, Benson, Arizona.

PURPOSES.

Fifth. That said corporation is formed for the purpose of constructing, operating, leasing, maintaining, and owning a railroad, with either a single or double track, to be operated by steam or other motive power, for the transportation of passengers, mails, and freight, and to receive compensation and tolls therefor.

The said railroad is intended to run from the most practicable point at or near the track of the Southern Pacific Railroad, at or near Maricopa Station, in Pinal County, in Arizona Territory, by the most practicable route to the city of Phoenix, in Maricopa County, in said Territory, with all such branch lines as may be desirable and necessary, and with all necessary side-tracks, switches, turn-outs, and turn-tables.

That it is intended that the above road shall pass through portions of the counties of Pinal and Maricopa, in the Territory of Arizona, and the length of the said proposed road, as near as can be estimated, will be forty (40) miles.

And to acquire, hold, trade in and use all such real estate and other property as may be necessary for the construction and maintenance of said road, and for all telegraph lines, stations, depôts, water-tanks, yards, work-shops, and warehouses, and other places necessary and convenient to properly and successfully work and conduct the business of said railroad.

AMOUNT OF CAPITAL STOCK SUBSCRIBED.

Sixth. That the amount of said capital stock which has been actually subscribed is forty thousand dollars, and the following are the names of the persons by whom the same has been subscribed, to wit:

Names.	No. of shares.	Amount.	Names.	No. of shares.	Amount.
John J. Valentine.....	50	\$5,000	Edward B. Young.....	50	\$5,000
Homer S. King.....	50	5,000	Austin Carrington.....	50	5,000
Monroe Salisbury.....	100	10,000	Hugh White.....	50	5,000
Joseph S. Roberson.....	50	5,000			

PLACE OF PRINCIPAL OFFICE.

Seventh. That the place of the principal office of said corporation will be in the city of San Francisco, State of California.

In witness whereof we have hereunto set our hands and seals, together with our places of residence, and the number of shares of stock taken by us in said company this 6th of January, 1885:

	Name and residence.	No. of shares.
[SEAL.]	JNO. J. VALENTINE, Oakland, Cal.	50
[SEAL.]	HOMER S. KING, San Francisco, Cal.	50
[SEAL.]	M. SALISBURY, Oakland, Cal.	100
[SEAL.]	J. S. ROBERSON, San Francisco, Cal.	50
[SEAL.]	E. B. YOUNG, San Francisco, Cal.	50
[SEAL.]	HUGH WHITE, Benson, Arizona.	50
[SEAL.]	AUSTIN CARRINGTON, Benson, Arizona.	50

UNITED STATES OF AMERICA,

State of California, City and County of San Francisco, ss:

I, Edward Chattin, a commissioner of deeds for the Territory of Arizona, duly commissioned and qualified, residing in the city and county of San Francisco, and State of California, do hereby certify that on the sixth day of January, in the year of our Lord one thousand eight hundred and eighty-five, before me personally appeared John J. Valentine, Homer S. King, Monroe Salisbury, Joseph S. Roberson, E. B. Young, and Hugh White, whose names are subscribed to the annexed instrument as parties thereto, and personally known to me to be the same persons described in and who executed the said annexed instrument, and they, the said John J. Valentine, Homer S. King, Monroe Salisbury, Joseph S. Roberson, E. B. Young, and Hugh White, each duly acknowledged to me that they executed the same freely and voluntarily as their act and deed, and for the uses and purposes therein mentioned.

In witness whereof I have hereunto set my hand and affixed my official seal, at my office in said city and county of San Francisco, the day and year last above written.

[SEAL.]

EDW'D CHATTIN,

*Commissioner of Deeds of Arizona Territory
in and for San Francisco, California.*

TERRITORY OF ARIZONA, *County of Cochise, ss:*

On this 9th day of January, 1885, personally appeared before me, W. W. Morris, a notary public in and for said county, Austin Carrington, known to me to be the person described in, and who signed the foregoing instrument as a party thereto, who acknowledged to me that he executed the same freely and voluntarily, and for the uses and purposes therein mentioned.

Witness my hand and official seal this 9th day of January, A. D. 1885.

[SEAL.]

W. W. MORRIS,

Notary Public,

(Endorsed:) Articles of association of the Maricopa and Phoenix Railroad Company, dated January 6, 1885, filed Jan. 16, 1885, at 9 a. m.

H. M. VAN ARMAN,
Sec. of Territory.

STATE OF CALIFORNIA, *City and County of San Francisco:*

JUNE 11, 1885.

I, Edward B. Young, secretary of the Maricopa and Phoenix Railroad Company, a corporation duly organized and existing under the laws of the Territory of Arizona, do hereby certify that the copy of the articles of association hereto annexed, being a copy of the articles of association of the said Maricopa and Phoenix Railroad Company, is a full, true, and correct copy of the articles of association of the said Maricopa and Phoenix Railroad Company, filed in the office of the secretary of the Territory of Arizona, at Prescott, in said Territory of Arizona, on the 16th day of January, 1885.

In witness whereof I have hereunto set my hand and affixed the corporate seal of said Maricopa and Phoenix Railroad Company, at San Francisco, this 11th day of June, 1885.

[SEAL.]

E. B. YOUNG,

Secretary of the Maricopa and Phoenix Railroad Company, a corp'n.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C., Aug. 10th, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of articles of incorporation of the Durango, Cortez and Salt Lake R. R. under act Mar. 3, 1875, is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name, and caused the seal of this office to be affixed, at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office.

STATE OF COLORADO,
Office of the Secretary of State.

UNITED STATES OF AMERICA, *State of Colorado, ss:*

Certificate.

I, James Rice, secretary of state of the State of Colorado, do hereby certify that the annexed is a true and complete copy of the certificate of incorporation of the Durango, Cortez and Salt Lake Railroad Company and that said certificate of incorporation has been filed in this office in accordance with the requirements of chapter 19, General Statutes, State of Colorado, 1883, entitled "Corporations."

In testimony whereof I have hereunto set my hand and affixed the great seal of the State, at the city of Denver, this seventeenth day of December, A. D. 1887.

[SEAL.]

JAMES RICE,
Secretary of State.

STATE OF COLORADO,
Office of the Colorado Secretary of State.

UNITED STATES OF AMERICA, *State of Colorado, ss:*

I, James Rice, secretary of state of the State of Colorado, do hereby certify that the annexed is a full, true, and complete transcript of the articles of incorporation of the Durango, Cortez and Salt Lake Railroad Co.

Which was filed in this office the 3rd day of Nov., A. D. 1887, at 10:30 o'clock a. m., and admitted to record.

In testimony whereof I have hereunto set my hand and affixed the great seal of the State of Colorado, at the city of Denver, this 11th day of Nov., A. D. 1887.

[SEAL.]

JAMES RICE,
Secretary of State.

Articles of incorporation.

The undersigned, Frederick L. Kimball, Owen F. Boyle, James E. Schutt, Henry H. Strater, Walter S. Weightman, Frank Young, William C. Chapman, Thomas F. Burgess, James E. Downey, Gilbert D. Jackson, and John L. Parsons, of the city of Durango, in the county of La Plata and State of Colorado, and Michael J. Mack, of the town of Cortez, same county and State, desiring to form a corporation under the laws of the State of Colorado, for the objects and purposes hereinafter set forth, do hereby make, sign, and acknowledge the following articles of incorporation, to wit:

ARTICLE 1.

The corporate name of said company shall be the Durango, Cortez and Salt Lake Railroad Company.

ARTICLE 2.

The objects for which this company is formed are as follows, to wit:

To build, construct, complete, equip, manage, operate, and maintain, a line of railroad, commencing at a point on the southern boundary line of the State of Colorado, near

the place where the Las Animas River crosses said boundary line, thence running in a northerly direction, following as near as practicable the water courses, along the Las Animas River, to the city of Durango, in the county of La Plata and State of Colorado; thence running westerly by the most practicable route to the town of Cortez, in the Montezuma Valley, same county and State; thence running northwesterly to the western boundary line of the State of Colorado and thence continuing to the city of Salt Lake, in the Territory of Utah. Also, to construct, operate, and maintain a line of telegraph along said proposed railroad, and to establish, maintain, and conduct an express business in, along, and upon said line of railroad, and any other lines of railroad and stage lines connecting therewith.

Also, to purchase, acquire, own, hold, and convey real estate, mines, quarries, and deposits, and personal property of every kind along the said line of railroad, and to lease, use, operate, manage, or control such real estate, mines, quarries, deposits, and personal property.

Also, to purchase, acquire, own, hold, and dispose of the stocks and bonds of any other railroad company, and to purchase, acquire, own, hold, manage, and operate by lease, consolidation, or otherwise, other railroads, when authorized by law.

Also, to borrow money, and to execute and issue its notes, bonds, or other securities therefor, and to mortgage its property and franchises, as security for the payment of such bonds, notes, and other obligations. And this said company shall have and exercise such other incidental and necessary powers, in addition to those herein named, as shall be necessary, requisite, or proper to effectuate and accomplish the objects and purposes aforesaid.

ARTICLE 3.

This corporation shall commence to exist and do business upon the filing of these articles of incorporation with the secretary of state of Colorado, and in the office of the county clerk and recorder of La Plata County, State of Colorado, and shall continue and exist for a period of fifty years.

ARTICLE 4.*

The capital stock of said company shall be one hundred thousand dollars, divided into one thousand shares, of the par value of one hundred dollars each, and the same shall be forever non-assessable.

ARTICLE 5.

The government of this corporation and the management of its affairs shall be vested in a board of twelve directors, and Frederick L. Kimball, Owen F. Boyle, James E. Schutt, Henry H. Strater, Walter S. Weightman, Frank Young, William C. Chapman, Thomas F. Burgess, James E. Downey, Gilbert D. Jackson, and John L. Parsons, of Durango, and Michael J. Mack, of Cortez, shall constitute such board for the first year.

ARTICLE 6.

The principal business of said company in the State of Colorado shall be carried on in the counties of La Plata and Dolores, in the State of Colorado, and the principal place of business of said company shall be at the city of Durango, in the county of La Plata and State of Colorado, but said company is organized for the purpose of carrying on its business in part beyond the State of Colorado, and in the Territories of New Mexico and Utah.

ARTICLE 7.

The names and places of residence of the persons forming this association for incorporation are as follows, to wit: Frederick L. Kimball, Owen F. Boyle, James E. Schutt, Henry H. Strater, Walter S. Weightman, Frank Young, William C. Chapman, Thomas F. Burgess, James E. Downey, Gilbert D. Jackson, and John L. Parsons, of the city of Durango, in the county of La Plata and State of Colorado, and Michael J. Mack, of the town of Cortez, in the same county and State.

ARTICLE 8.

The stockholders, or the directors when empowered by the stockholders, shall make such prudential by-laws for the control, management, and government of said company as shall seem to them proper.

Witness the hands and seals of the parties hereto this 29th day of October, A. D. 1887.

[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]

FREDERICK L. KIMBALL.
OWEN F. BOYLE.
JAMES E. SCHUTT.
HENRY H. STRATER.
WALTER S. WEIGHTMAN.
FRANK YOUNG.
WILLIAM C. CHAPMAN.
THOMAS F. BURGESS.
JAMES E. DOWNEY.
MICHAEL J. MACK.
GILBERT D. JACKSON.
JOHN L. PARSONS.

STATE OF COLORADO, *County of La Plata, ss:*

I, M. J. McCloskey, notary public in and for said county, in the State aforesaid, do hereby certify that Frederick L. Kimball, Owen F. Boyle, James E. Schutt, Henry H. Strater, Walter S. Weightman, Frank Young, Walter C. Chapman, Thomas F. Burgess, James E. Downey, Michael J. Mack, Gilbert D. Jackson, and John L. Parsons, personally known to me to be the persons whose names are subscribed to the foregoing articles of incorporation, appeared before me this day in person and acknowledged that they signed, sealed, and delivered the said articles of incorporation as their free and voluntary act and deed.

Given under my hand and notarial seal this 31st day of October, 1887.

M. J. MCCLOSKEY,
Notary Public.

[Endorsed.]

Articles of incorporation Durango, Cortez and Salt Lake Railroad Co. Filed in the office of the secretary of state of the State of Colorado on the 3rd day of Nov., A. D. 1887, at 10.30 o'clock a. m.

JAMES RICE,
Secretary of State.

STATE OF COLORADO, *County of La Plata, ss:*

I, Frederick L. Kimball, secretary of the Durango, Cortez and Salt Lake Railroad Company, do hereby certify that the organization of said company has been completed; that the company is fully authorized to proceed with the construction of the road, according to the existing laws of the State, and that the copy of the articles of association of the company filed in the Department of the Interior is a true and correct copy of the same.

In witness whereof I have hereunto set my name and the corporate seal of the company.

[SEAL.]

FRED'K L. KIMBALL,
Secretary of the Durango, Cortez and Salt Lake R. R. Co.

STATE OF COLORADO, *La Plata County, ss:*

I, William C. Chapman, do hereby certify that I am the president of the Durango, Cortez and Salt Lake Railroad Company; that Michael J. Mack, who subscribed the foregoing affidavit, is the chief engineer of the said company; that the survey of the line of route of the company's road, as accurately represented on the accompanying map, was made under the authority of the company; that the said line of route as surveyed and as represented on the said map was adopted by the company by resolution of its board of directors on the 7th day of November, 1887, as the definite location of the road from the point where the Los Animas River crosses the north boundary line of the Ute Indian reservation to the southern limits of the city of Durango, a distance of four miles,

and from the southern limits of the city of Durango in a southerly and westerly course, about one and a half miles to a coal mine on the S $\frac{1}{2}$ of section 31, township 34 $\frac{1}{2}$, range 9 W., N. M.; and that the map has been prepared to be filed for the approval of the Secretary of the Interior, in order that the company may obtain the benefits of the act of Congress approved March 13, 1875, entitled "An act granting to railroads the right of way through the public lands of the United States."

WILLIAM C. CHAPMAN,
President of the Durango, Cortez and Salt Lake R. R. Co.

Attest:

FRED'K L. KIMBALL,
Secretary.

STATE OF COLORADO, *La Plata County, ss:*

William C. Chapman, duly sworn, says that he is the president of the Durango, Cortez and Salt Lake Railroad Company, and that the following is a true list of the officers of the said company, with the full names and official designation of each, to wit:

William C. Chapman, president; Frederick L. Kimball, secretary; Frank Young, treasurer; Michael J. Mack, chief engineer.

WILLIAM C. CHAPMAN,
President Durango, Cortez and Salt Lake Railroad Company.

Sworn and subscribed to before me this 12th day of January, 1888.

[SEAL.]

THOMAS F. BURGESS,
Notary Public.

Articles of Incorporation.

The undersigned, Frederick L. Kimball, Owen F. Boyle, James E. Schutt, Henry H. Strater, Walter S. Weightman, Frank Young, William C. Chapman, Thomas F. Burgess, James E. Downey, Gilbert D. Jackson, and John L. Parsons, of the city of Durango, in the county of La Plata, and State of Colorado, and Michael J. Mack, of the town of Cortez, same county and State, desiring to form a corporation, under the laws of the State of Colorado, for the objects and purposes hereinafter set forth, do hereby make, sign, and acknowledge the following articles of incorporation, to wit:

ARTICLE I.

The corporate name of said company shall be, The Durango, Cortez and Salt Lake Railroad Company.

ARTICLE II.

The objects for which this company is formed are as follows, to wit:

To build, construct, complete, equip, manage, operate, and maintain a line of railroad commencing at a point on southern boundary line of the State of Colorado near the place where the Las Animas River crosses said boundary line; thence running in a northerly direction, following as near as practicable the water courses along the Las Animas River to the city of Durango, in the County of La Plata, and State of Colorado; thence running westerly by the most practicable route to the town of Cortez in the Montezuma Valley, same county and State; thence running northwesterly to the western boundary line of the State of Colorado, and thence continuing to the city of Salt Lake, in the Territory of Utah.

Also, to construct, operate, and maintain a line of telegraph along said proposed railroad and to establish, maintain, and conduct an express business in and along and upon said line of railroad and any other lines of railroad and stage lines connecting therewith.

Also, to purchase, acquire, own, hold, and convey real estate, mines, quarries, and deposits and personal property of every kind along the said line of railroad and to lease, use, operate, manage, or control such real estate, mines, quarries, deposits, and personal property.

Also, to purchase, acquire, own, hold, and dispose of the stocks and bonds of any other railroad company and to purchase, acquire, own, hold, manage and operate by lease, consolidation, or otherwise, other railroads when authorized by law,

Also, to borrow money and to execute and issue its notes, bonds, or other securities therefor, and to mortgage its property and franchises as security for the payment of such bonds, notes, and other obligations. And this said company shall have and exercise such other incidental and necessary powers in addition to those herein named as shall be necessary, requisite, or proper to effectuate and accomplish the objects and purposes aforesaid.

ARTICLE III.

This corporation shall commence to exist and do business upon the filing of these articles of incorporation with the secretary of state of Colorado and in the office of the county clerk and recorder of La Plata County, State of Colorado, and shall continue and exist for a period of fifty years.

ARTICLE IV.

The capital stock of said company shall be one hundred thousand dollars, divided into one thousand shares of the par value of one hundred dollars each, and the same shall be forever non-assessable.

ARTICLE V.

The government of this corporation and the management of its affairs shall be vested in a board of twelve directors, and Frederick L. Kimball, Owen F. Boyle, James E. Schutt, Henry H. Strater, Walter S. Weightman, Frank Young, William C. Chapman, Thomas F. Burgess, James E. Downey, Gilbert D. Jackson, and John L. Parsons, of Durango, and Michael J. Mack, of Cortez, shall constitute such board for the first year.

ARTICLE VI.

The principal business of said company in the State of Colorado shall be carried on in the counties of La Plata and Dolores, in the State of Colorado, and the principal place of business of said company shall be at the city of Durango, in the county of La Plata and State of Colorado. But said company is organized for the purpose of carrying on its business in part beyond the State of Colorado and in the Territories of New Mexico and Utah.

ARTICLE VII.

The names and place of residence of the persons forming this association for incorporation are as follows, to wit: Frederick L. Kimball, Owen F. Boyle, James E. Schutt, Henry H. Strater, Walter S. Weightman, Frank Young, William C. Chapman, Thomas F. Burgess, James E. Downey, Gilbert D. Jackson, and John L. Parsons, of the city of Durango, in the county of La Plata, and the State of Colorado, and Michael L. Mack, of the town of Cortez, in the same county and State.

ARTICLE 8.

The stockholders, or the directors when empowered by the stockholders, shall make such prudential by-laws for the control, management, and government of said company as shall seem to them proper.

Witness the hands and seals of the parties hereto this 29th day of October, A. D. 1887.

[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]
[SEAL.]

FREDERICK L. KIMBLE.
OWEN F. BOYLE.
JAMES E. SCHUTT.
HENRY H. STRATER.
WALTER S. WEIGHTMAN.
FRANK YOUNG.
WILLIAM C. CHAPMAN.
THOMAS F. BURGESS.
JAMES E. DOWNEY.
MICHAEL J. MACK.
GILBERT D. JACKSON.
JOHN L. PARSONS.

STATE OF COLORADO, *County of La Plata*, ss:

J. M. McCloskey, notary public in and for said county in the State aforesaid, do hereby certify that Frederick L. Kimble, Owen F. Boyle, James E. Schutt, Henry H. Strater, Walter S. Weightman, Frank Young, William C. Chapman, Thomas F. Bur-

gess, James E. Downey, Michael J. Mack, Gilbert D. Jackson, and John L. Parsons, personally known to me to be the persons whose names are subscribed to the foregoing articles of incorporation, appeared before me this day in person and acknowledged that they signed, sealed, and delivered the said articles of incorporation as their free and voluntary act and deed. Given under my hand and notarial seal this 31st day of October, A. D. 1887.

M. J. McCLOSKEY,
Notary Public.

STATE OF COLORADO, *La Plata County, ss:*

I, Frederick L. Kimball, secretary of the Durango, Cortez, and Salt Lake Railroad Company, do hereby certify that the foregoing articles of incorporation are a true copy of the articles of incorporation of the Durango, Cortez and Salt Lake Railroad Company.

Given under my hand and the seal of company this 22d day of December, A. D. 1887.

[SEAL.]

FRED'K L. KIMBALL,

Se't'y Durango, Cortez and Salt Lake Railroad Company.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C., August 10, 1888:

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of the articles of incorporation of the Denver and Rio Grande Railway Company, for Colorado and New Mexico, under act of March 3, 1875, is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name and caused the seal of this office to be affixed at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,

Commissioner of the General Land Office.

Know all men by these presents that we, the undersigned, whose full names are Thomas F. Conway and John Pratt, of Santa Fé, in the Territory of New Mexico, John P. Wilard, of the city of Milwaukee, in the State of Wisconsin, and Hanson A. Risley, of Colorado Springs, in the State of Colorado, have associated and by these presents do hereby associate ourselves together for the purpose of becoming a body corporate under and by virtue of the laws of the Territory of New Mexico; and in accordance with the provisions of the laws of said Territory, we do make, sign, execute, and acknowledge this statement in writing, as follows, viz:

The corporate name of our said company shall be the Denver and Rio Grande Railway Company, New Mexico.

The object for which said company is formed is to locate, construct, build, equip, operate and maintain, purchase, sell, and lease certain lines of railway in the Territory of New Mexico to be hereinafter described, and to construct, buy, sell, lease, and operate lines of telegraph in connection therewith, and to purchase, improve, and dispose of real estate and any interest therein, either absolutely or on condition, and to acquire the same by donation or otherwise, for the purpose of aiding in any manner the construction, operation, or maintenance of said railway and telegraph lines, and to receive donations of all kinds and character, and to do any and all acts necessary, proper, or lawful to be done to promote the welfare and success of said corporation.

The said railway lines, as well as the said telegraph lines, are described and designated by routes, as follows, that is to say, commencing at a point on the northern boundary of the Territory of New Mexico, where the Denver and Rio Grande Railway or other railway extended from and connected with such Denver and Rio Grande Railway, may strike such northern boundary in an extension from the terminus of said Denver and Rio Grande Railway, at or near El Moro, in the State of Colorado, and running thence in a general southerly direction across the Raton or other mountain pass to the eastern base of the mountain range which separates the valley of the Rio Grande del Norte from the eastern plains, thence crossing said range by the Cañon Blanco or such other pass as careful surveys shall prove to be most feasible to the valley of the Rio Grande del Norte, thence down said valley to a point on the southern boundary of the Territory of New Mexico, at or near El Paso, in the State of Texas.

Also a branch or line from such suitable point as may be determined upon south of the Raton Mountains, thence running in a southeasterly direction to the northern boundary of the State of Texas.

Also a branch or line from such suitable point as may be determined upon south of Las Vegas and running in a westerly direction to the Rio Grande del Norte.

Also a line from a point on the northern boundary of the Territory of New Mexico where an extension of the Denver and Rio Grande Railway, or of a railway connected with or extending therefrom from a point at or near Alamosa, in the State of Colorado, shall strike such northern boundary, and running in a general southerly direction down the valley of the Rio Grande del Norte by and through the cañons thereof or on the plateaus on either side thereof, or partially by the cañons and partially by the plateaus on either side thereof, as may be found to be most feasible and expedient, to a point on the southern boundary of the Territory of New Mexico, in the vicinity of the town of El Paso, in the State of Texas, with branches of and from said last-described proposed line as follows, to wit: From such points of divergence as may be found to be most feasible and expedient:

1st. Easterly to a point at or near Las Vegas. 2. Another branch running westerly or northwesterly to such point on the northern boundary of the Territory of New Mexico and on the San Juan River as may be found most expedient and feasible. 3. Another branch westerly or northwesterly or southwesterly to such point at or near Silver City as may be found most feasible and expedient.

Also, a line commencing at a suitable point on the northern boundary of the Territory of New Mexico northeast of Tierra Amarilla and running in a southwesterly and southerly direction, or from a suitable point in the valley of the San Juan River or its tributaries on the northern boundary of the Territory of New Mexico in a southerly and southwesterly direction to such point as may be found to be most suitable, feasible, and expedient on the western or southern boundary of the Territory of New Mexico and in the valley of the Gila River or its tributaries.

Also, several railroads in the said Territory of New Mexico, connected with or forming a part of the above-described system of railroads.

The amount of the capital stock of the said company shall be one million dollars.

The term of existence of said company shall be fifty years.

The capital stock of said company shall consist of ten thousand shares of one hundred dollars each share.

The concerns of said company shall be managed for the first three months by three directors, and the following-named persons are hereby designated and made such directors, viz: Hanson A. Risley, of Colorado Springs, Colorado; John Pratt, of Santa Fé, New Mexico; Thomas F. Conway, of Santa Fé, New Mexico, and thereafter the number of directors shall be as may be determined by the stockholders.

The principal place of business of said company in said Territory shall be and is hereby located at Santa Fé, in said Territory of New Mexico.

The directors shall have power to make such prudential by-laws as they may deem proper for the management of the affairs of said corporation.

In testimony whereof we have hereunto set our hands and seals this eighth day of February, A. D. 1878.

[L. S.]
[L. S.]
[L. S.]
[L. S.]

THOMAS F. CONWAY.
JOHN PRATT.
J. P. WILLARD.
HANSON A. RISLEY.

UNITED STATES OF AMERICA, *Territory of New Mexico* :

On this eighth day of February, A. D. 1878, before me personally appeared Thomas F. Conway, John P. Willard, John Pratt, and Hanson A. Risley, to me known to be the persons described in and who executed the foregoing instrument, and acknowledged severally the execution thereof.

In witness whereof I have hereunto set my hand and notarial seal at Santa Fé, New Mexico, this 8th day of February, A. D. 1878.

[L. S.]

JOHN WATTS,
Notary Public.

[Endorsed.]

Filed February 8, 1878.

W. G. RITCH,
Sec'y N. M.

TERRITORY OF NEW MEXICO, *Secretary's Office:*

I, William G. Ritch, secretary of the Territory of New Mexico, do hereby certify that I have compared the foregoing transcript of the certificate of incorporation of the Denver and Rio Grande Railway Company, New Mexico, with the original thereof filed in this office February eighth, 1878, and that the same is a true and correct copy of the same.

In witness whereof I have hereunto set my hand and official seal, at Santa Fé, the capital, this eleventh day of January, 1883.

[L. s.]

WM. G. RITCH,
Secretary.

TERRITORY OF NEW MEXICO, *Santa Fé County:*

Atanasio Romero, clerk of probate court in and for Santa Fé County, Territory of New Mexico, do hereby certify that I have compared the foregoing transcript of the certificate of incorporation of "the Denver and Rio Grande Railway Company, New Mexico," with the original thereof, filed in this office 8 day of February, 1878, and that the same is a true and correct copy of the same.

In witness whereof I have hereunto set my hand and official seal, at Santa Fé, this eleventh day of January, 1883.

[L. s.]

ATANASIO ROMERO,
Probate Clerk.

Articles amendatory of the original articles of association and incorporation of the Denver and Rio Grande Railway Company.

Know all men by these presents:

That whereas at a special meeting of the stockholders of the Denver and Rio Grande Railway, which was called pursuant to law, and was held at the principal office of the said company at the city of Colorado Springs, in the State of Colorado, on the 15th of May, in the year one thousand eight hundred and eighty, the said company did, by a vote in person or by proxy of more than two-thirds in value of all its stockholders, adopt the following resolutions, to wit:

Resolved, That the articles of association and incorporation of the Denver and Rio Grande Railway Company are hereby altered and amended so as to extend the length of the lines thereof from their respective termini, and for the purpose of constructing branches from its main lines over the routes, and to the points and places hereinafter designated, and that it is the intention of this company to construct and extend its lines of railroad and telegraph over such additional lines and routes which are particularly described, as follows, to wit:

1. Commencing at a point on the present constructed railway of the Denver and Rio Grande Railway Company, at or near the mouth of the north fork of the South Platte River, and extending thence up the valley of said north fork of said river to its source; thence across the Continental Divide to such point in the valley of the Blue River as upon detailed survey shall be found most eligible, with a branch commencing at such point in the valley of the north fork of the South Platte as shall be selected, and extending thence by such route as upon detailed surveys shall be found most eligible to connect with said railway in the valley of the Arkansas River.

2. Commencing at a point on the Denver and Rio Grande Railway, at or near the mouth of Tarryall Creek, and extending up the valley of said stream to its source; thence across the Continental Divide to the valley of the Blue River.

3. Commencing at the city of Colorado Springs, on the line of the present constructed railway, and extending by way of the Ute Pass to the valley of the Platte River, near Florissant.

4. Commencing at a point on said constructed railway, near Cañon City, and extending by way of the valley of Oil Creek or such other route as upon detailed surveys shall be deemed most eligible, to the South Platte Valley, near Florissant.

5. Commencing at a point on the Denver and Rio Grande Railway, at or near Cañon City, and extending up the valley of Grape Creek to the towns of Silver Cliff, Ula, and Rosita.

6. Commencing at a point on Denver and Rio Grande Railway near the mouth of Oak Creek, and extending up the valley of Oak Creek to its source.

7. Commencing at a point on the Denver and Rio Grande Railway near the mouth of Chandler Creek, and extending up the valley of Chandler Creek to its source.

8. Commencing at a point on the Denver and Rio Grande Railway, on the Arkansas

River, at or near Twelve-Mile Bridge, and extending up the valley of Copper Gulch to the divide between the waters of Copper Gulch and Texas Creek; thence by the most eligible route to the valley of Texas Creek.

9. Commencing in the Arkansas Valley near the mouth of Texas Creek, on the line of said railway, and extending thence up the valley of Texas Creek to Silver Cliff, in the Wet Mountain Valley.

10. Commencing at a point on the Denver and Rio Grande Railway in the valley of the South Arkansas, and extending by way of the Marshall Pass to the valley of the Tomichi; thence following said valley to the valley of the Gunnison River; thence following the valley of the Gunnison River to its junction with the Grande, with branches as follows:

First. Commencing in the valley of the Gunnison at or near the mouth of White Earth Creek, and extending thence up the valley of said creek to its source.

Second. Commencing in the valley of the Gunnison at or near the mouth of the Lake Fork, and extending thence up said fork to a point at or near Lake City; thence following up the valley of Hensen Creek to the divide between the waters of Hensen Creek, Animas River, and the Uncompahgre River; thence to such point in the valley of, the Uncompahgre as upon detailed survey shall be found most eligible to develop the resources of the country.

Third. Commencing at a point in the valley of the Gunnison at or near the mouth of Blue Creek, and extending by the valley of said creek to its source.

Fourth. Commencing in the valley of the Gunnison at the mouth of Cebolla Creek, and extending up the valley of said creek to its source.

Fifth. Commencing at a point in the Cebolla Valley at near the mouth of Cinnamon Creek, extending up said creek to its source.

11. Commencing on the line of said railway in the valley of the Gunnison at such point as shall upon detailed surveys be found most eligible, and extending thence by the valley of the Uncompahgre to the divide between the waters of the Uncompahgre and the San Miguel; thence by such pass as upon detailed surveys shall be found most eligible to the valley of the San Miguel; thence following the valley of the San Miguel to the divide between the waters of the San Miguel and the Dolores; thence following the valley of the Dolores to its junction with the Grande, with a branch commencing at a point in the valley of the San Miguel, and following said valley to its junction with the Dolores.

12. Commencing at a point on the Denver and Rio Grande Railway in the valley of the South Arkansas, and extending by such pass as upon detailed surveys shall be found most eligible to the valley of the Gunnison; thence to the divide between the Gunnison River and the North Fork of the Gunnison River; thence by the valley of the North Fork of the Gunnison River to its junction with the Gunnison.

13. Commencing at a junction with the Denver and Rio Grande Railway in the valley of the Arkansas at or near the town of Granite; thence extending by the most feasible route to the Continental Divide; thence following down the valley of Roaring Fork Creek to its junction with the Grand River.

14. Commencing at a point at or near the town of Saguache, and extending up the valley of Saguache Creek to the summit of the Continental Divide; thence following the valley Cochetopa Creek to its junction with Tomichi Creek.

15. Commencing at a point in the Rio Grande valley at or near Alamosa, and extending up the valley of the Rio Grande to its source, with branches as follows:

First. Commencing near the mouth of Clear Creek, and extending thence by the valley of said Clear Creek and across the Continental Divide to a point at or near Lake City; thence to Burroughs Park and Gilverton.

Second. Commencing at or near the mouth of the South Fork of the Rio Grande, and extending thence by the valley of said South Fork to the Continental Divide; thence by such route as upon detailed surveys shall be found most expedient to Pagosa Springs; thence following the valley of the Rio San Juan to a junction with the Denver and Rio Grande Railway at or near the mouth of the Piedra River.

16. Commencing at a point on the Denver and Rio Grande Railway at or near the town of Conejos, and extending thence to the divide between the waters of Pinos Creek and the Little Chama; thence across the Continental Divide by such route as upon detailed surveys shall be found most expedient to a point at or near the mouth of the Piedra; thence to the valley of the Las Animas River at or near the town of Animas City; thence following the valley of the Las Animas River to its source, and thence to a point in the Uncompahgre Valley, and continuing thence down the valley of the Uncompahgre to the Grande, with branches as follows:

First. Commencing at a point on the Denver and Rio Grande Railway, at or near the town of Silverton, and extending to Antelope Park.

Second. Commencing at a point in the Animas Valley on the Denver and Rio Grande

Railway, thence by such route as upon detailed surveys shall be found most eligible to the mining districts on the Dolores.

Third. Commencing at Animas City and running down the valley of the Las Animas River to its junction with the Rio San Juan.

17. Commencing at a point at or near the town of Malta and extending up California Gulch to its source.

18. Commencing at a point at or near the mouth of Big Evans Gulch and extending thence by such route as upon detailed surveys shall be deemed most eligible, to the Continental Divide; thence following the valley of Ten Mile Creek to its junction with the Blue River.

19. Commencing at a point on the line of the Denver and Rio Grande Railway in the valley of the San Juan River and extending by such route as upon detailed survey shall be found most eligible to the valley of the Sevier River, thence down the valley of the Sevier River and in a general northerly direction to Salt Lake City, with a branch commencing at a point in the Sevier Valley and extending in a general westerly direction to San Francisco, in the State of California.

20. Commencing at a point on the Denver and Rio Grande Railway, in the valley of the San Juan, and extending in a general southwesterly direction upon such route as detailed surveys shall hereafter show to be most desirable to a point at or near the town of Prescott, in Arizona, with branches to develop the mining districts tributary to said town of Prescott.

And whereas, the said company did thereupon at the same meeting by the vote in person or by proxy of more than two-thirds of all its stockholders adopt another resolution, as follows, to wit:

Resolved, That the president and secretary of this company are hereby requested to certify under the corporate seal of this company, and to attest, and file as required by law, the proper instruments and certificates to perfect and make effectual the foregoing amendment to said articles of association and incorporation.

And whereas, at the same meeting of the stockholders of said company which was called and held as aforesaid, for the additional purpose, among other things, of increasing the capital stock of the said company, the following resolution was submitted to a vote of the stockholders present thereat, either in person or by proxy, to wit:

Resolved, That the amount of the capital stock of the Denver and Rio Grande Railway Company is hereby increased to thirty millions of dollars to be hereafter issued as shall be determined by the board of trustees, and that the proper amendment to the charter of the company authorizing such increase be prepared, signed, certified, and filed as required by law, and which said resolution was then and there adopted by the vote of more than three-fourths of all the stock of said company.

Therefore, be it known, that the said, The Denver and Rio Grande Railway Company does hereby certify to the foregoing alterations and amendments to its articles of association and incorporation, authorizing the extension of the length of its lines and the construction of its branches and increasing its capital stock in manner and form named in the preceding resolution, and that the said alterations and amendments have and shall be given the same force and effect as though the same had been included in and made part of and embraced in its original articles of association and incorporation.

In witness whereof the said, The Denver and Rio Grande Railway Company, has hereunto set its corporate seal and caused these presents to be attested by the signatures of its president and secretary, at the city of Colorado Springs, this fifteenth day of May, in the year one thousand eight hundred and eighty.

[SEAL.]

WM. J. PALMER,
President.
WM. WAGNER,
Secretary.

STATE OF COLORADO, County of El Paso, ss:

William J. Palmer, being duly sworn doth depose and say that he is the president of the Denver and Rio Grande Railway Company, the corporation named in the preceding certificate, that he resides at Colorado Springs, in the State of Colorado; that he has read the preceding certificate, and knows the contents thereof; that the said William Wagner, whose name is subscribed to said certificate, is the secretary of the said company, and the seal affixed to such certificate is the corporate seal of said company; that this deponent subscribed his name to said certificate as the president of said company, and that the statements contained in said certificate are true, as he verily believes.

WM. J. PALMER.

Subscribed and sworn to before me, this 20th day of September, A. D. 1880.

[SEAL.]

LOWNDES TAYLOR,
Notary Public.

STATE OF COLORADO, *Secretary's office*, ss:

I, Norman H. Meldrum, secretary of state of the State of Colorado, do hereby certify that the foregoing is a full, true, and complete transcript of the certificate of the amendments to the original charter of the Denver and Rio Grande Railway Company which was filed in this office the twenty-second day of September, A. D. 1880, at 1.45 o'clock p. m., and admitted to record.

In testimony whereof I have hereunto set my hand and affixed the great seal of the State, at the city of Denver, this 24th day of June, A. D. 1881.

[SEAL.]

N. H. MELDRUM,
Secretary of State.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C. Aug. 10, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of articles of incorporation of the Ordway, Bismarck and N. W. Ry., now known as the Aberdeen, Bismarck and N. W. Ry., is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name and caused the seal of this office to be affixed, at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office.

[Northwestern Construction and Improvement Company (Aberdeen, Bismarck and N. W. Ry.)
Thos. Lowry, president; E. P. Wells, vice-president; M. B. Koon, treasurer.]

OFFICE OF VICE-PRESIDENT,
Aberdeen, Dak., Sept. 1st, 1887.

HON. L. Q. C. LAMAR,
Secretary of the Interior, Washington, D. C.:

DEAR SIR: I send you by express to-day maps of the amended location of the Aberdeen, Bismarck and Northwestern Railway (formerly Ordway, Bismarck and Northwestern Railway) through public lands, as follows:

From a point in the NW. $\frac{1}{4}$ Sec. 26 to a point in the NE. $\frac{1}{4}$ Sec. 16, Twp. 132 N. of Range 71 W. of 5th prin. meridian.

From a point in the NE. $\frac{1}{4}$ Sec. 22, Twp. 128 N., Range 70 W. of 5th prin. meridian, to a point in the NE. $\frac{1}{4}$ Sec. 34, Twp. 129 N., Range 69 W. of 5th prin. meridian.

From a point in SE. $\frac{1}{4}$ Sec. 36, Twp. 137 N., Range 76 W. of 5th prin. meridian, to a point in SE. $\frac{1}{4}$ Sec. 2, Twp. 137 N. of Range 78 W. of 5th prin. meridian.

From a point in SE. $\frac{1}{4}$ Sec. 17, Twp. 126 N. of Range 67 W. of 5th prin. meridian, to a point in SE. $\frac{1}{4}$ Sec. 9, Twp. 126 N. of Range 68 W. of 5 prin. meridian.

Said maps to be filed as required by law.

Yours, very respectfully,

E. P. WELLS,
Vice-Prest.
Per C. B. B.

Articles of incorporation of the Ordway, Bismarck and Northwestern Railway Co. Certified copy.

Know all men by these presents:

That we, the undersigned, pursuant to the provisions of chapter 46 of the public laws of the Territory of Dakota, passed at the thirteenth session of the Legislative Assembly, and approved February 18, 1879, do hereby associate ourselves together to form a corporation for the purpose of constructing, maintaining, and operating a railroad for the transportation of freight and passengers; and to that end do make these articles of incorporation, certifying—

First. The name of said corporation shall be "The Ordway, Bismarck and Northwestern Railway Company."

Second. The said railroad is to be constructed from Ordway, Brown County, to Bismarck, Burleigh County, Dakota,

Third. The estimated length of said railroad is one hundred and sixty-five miles, and said railroad is intended to be made into or through the counties of Brown, McPherson, Campbell, Emmons, and Burleigh, in said Territory.

Fourth. The amount of the capital stock of said corporation shall be five hundred thousand dollars (\$500,000), and shall consist of five thousand shares of one hundred dollars each.

Fifth. The name and residences of the directors of said corporation who shall manage its affairs for the first year and until others are chosen in their places, are: John W. Alexander, of Ordway, Dakota Territory; Charles M. Johnson, of Ordway, Dakota Territory; John H. Mason, of Ordway, Dakota Territory; Aaron A. Wolfersperger, of Ordway, Dakota Territory; James Barnes, jr., of Ordway, Dakota Territory.

In testimony whereof, we, the undersigned, do hereto subscribe, each for himself, his name, place of residence, and the number of shares of the said stock that he agrees to take.

Dated at Ordway this 28th day of May, 1883.

Name and residence.	No. of shares.
JOHN W. ALEXANDER, Ordway, D. T.	10
CHAS. M. JOHNSON, Ordway, D. T.	10
AARON A. WOLFERSPERGER, Ordway, D. T.	10
JOHN H. MASON, Ordway, D. T.	10
JAMES BARNES, jr., Ordway, D. T.	10

TERRITORY OF DAKOTA, *County of Brown, ss:*

Before me, a notary public in and for the county of Brown, in said Territory, personally came John W. Alexander, Charles M. Johnson, and Aaron A. Wolfersperger, all of whom are personally known to me, and who, being by me duly sworn, did each for himself say that they, the said John W. Alexander, Chas. M. Johnson, and Aaron A. Wolfersperger, are three of the directors named in the annexed articles, that the signatures to the said articles are genuine, and that it is intended in good faith to construct and operate the railroad therein mentioned.

JOHN W. ALEXANDER.
CHAS. M. JOHNSON.
AARON A. WOLFERSPERGER.

Subscribed and sworn to before me this 28th day of May, 1883.

[SEAL.]

FRANK A. LUSE,
Notary Public.

UNITED STATES OF AMERICA, *Territory of Dakota, Secretary's Office:*

I, M. L. McCormack, secretary of the Territory of Dakota, do hereby certify that I have carefully compared the foregoing copy of articles of incorporation of "The Ordway, Bismarck and Northwestern Railway Company" with the original now on file in this office, and that the same is a correct transcript therefrom, and of the whole thereof.

In testimony whereof I have hereunto set my hand and affixed the great seal of the Territory of Dakota, at Bismarck, this 20th day of July, 1886.

[SEAL.]

M. L. MCCORMACK,
Secretary of Dakota Territory.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C., August 10, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of articles of incorporation of the Milwaukee, Lake Shore and Western Railway Company, with resolution, is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name and caused the seal of this office to be affixed, at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office.

Articles of association of the purchasers of the railroad of the Milwaukee, Manitowoc and Green Bay Railroad Company, and also of the purchasers of the railroad of the Appleton and New London Railway Company, to organize a corporation, under the statute laws of the State of Wisconsin, under the name of the Milwaukee, Lake Shore and Western Railway Company.

Whereas the Milwaukee, Manitowoc and Green Bay Railroad Company, a corporation created and organized under and in pursuance of the laws of the State of Wisconsin, and especially chapter two hundred and forty-two of the private and local laws of the said State for the year 1870, executed, acknowledged, and delivered to the Union Trust Company of New York, as trustee, its certain mortgage or trust deed, bearing date the first day of July, A. D. 1871, to secure the payment of certain of its bonds, mentioned and described therein, which said mortgage or trust deed covered the railroad and property of the said Milwaukee, Manitowoc and Green Bay Railroad Company, as therein described, and was recorded in the office of the secretary of state of the State of Wisconsin, on the twenty-sixth day of July, A. D. 1871, in volume three of Railroad Mortgages, on pages 62 to 71, inclusive, to which record reference is hereby made; and

Whereas on the fourteenth day of August, A. D. 1875, a suit was commenced in the circuit court of the United States for the eastern district of Wisconsin, on the equity side thereof, to foreclose said mortgage or trust deed, wherein the said The Union Trust Company of New York was complainant, and the said The Milwaukee, Manitowoc and Green Bay Railroad Company, the Milwaukee, Lake Shore and Western Railroad Company, Benezette Williams, and August Schmidt were defendants, and such proceedings were thereafter had in said suit, that on the twelfth day of October, A. D. 1875, a final decree was entered therein, in favor of said complainant, directing, among other things, that said mortgaged property be sold at public auction by and under the direction of the marshal of said district, and said marshal, having duly advertised said mortgaged property for sale, on the tenth day of December, A. D. 1875, and having on that day, in pursuance of said decree, sold the same at public auction, and the undersigned, Adam Norrie, Lawrence Wells, Morris K. Jessup, Samuel S. Sands, and William H. Guion, having purchased said property at said sale, and having received from said marshal a deed of conveyance thereof, for a more full and complete statement as to all of which reference is hereby made to the records of said court and to the proceedings had therein in said suit; and

Whereas the Appleton and New London Railway Company, a corporation created and organized under and in pursuance of the laws of the State of Wisconsin, and especially chapter three hundred and sixty-five of the private and local laws of the said State, for the year 1866, and the several acts amendatory thereof, executed, acknowledged, and delivered to the Union Trust Company of New York, as trustee, its certain mortgage or trust deed, bearing date the first day of February, A. D. 1871, to secure the payment of certain of its bonds, mentioned and described therein, which said mortgage or trust deed covered the railroad and property of the said the Appleton and New London Railway Company, as therein described, and was recorded in the office of the secretary of state of the State of Wisconsin, on the eighth day of February, A. D. 1871, in volume three of Railroad Mortgages, on pages 38 to 50, inclusive, to which record reference is hereby made; and

Whereas on the fourteenth day of August, A. D. 1875, a suit was commenced in the circuit court of the United States for the eastern district of Wisconsin, on the equity side thereof, to foreclose said last-mentioned mortgage or trust deed, wherein the said The Union Trust Company of New York was complainant and the said The Appleton and New London Railway, the Milwaukee, Manitowoc and Green Bay Railroad Company, the Milwaukee, Lake Shore and Western Railroad Company, and Benezette Williams were defendants, and such proceedings were thereafter had in said suit; that on the ninth day of October, A. D. 1875, a final decree was entered therein in favor of said complainant, directing, among other things, that said mortgaged property be sold at public auction, by and under the direction of the marshal of said district, and said marshal having duly advertised said mortgaged property for sale on the tenth day of December, A. D. 1875, and having on that day, in pursuance of said decree, sold the same at public auction, and the undersigned, Adam Norrie, Lawrence Wells, Morris K. Jessup, Samuel S. Sands, and William H. Guion, having purchased said property at said sale, and having received from said marshal a deed of conveyance thereof; for a more full and complete statement as to all of which reference is hereby made to the records of said court and to the proceedings had therein in said last-mentioned suit; and

Whereas a portion of the railroad described in and covered by the said mortgage or trust deed executed by the said The Milwaukee, Manitowoc and Green Bay Railroad Company, to wit: That portion extending from, at, or near the city of Milwaukee to the city of Manitowoc, and from thence to the village of Two Rivers, all in said State

of Wisconsin, has been constructed and is now in operation, and was so constructed and in operation for a long time prior to the commencement of said suit to foreclose said mortgage or trust deed made by said last-named company; and

Whereas a portion of the railroad described in and covered by the said mortgage or trust deed, executed by the said The Appleton and New London Railway Company, to wit: That portion extending from the city of Manitowoc to the city of Appleton has been constructed and is now in operation, and was so constructed and in operation for a long time prior to the commencement of said suit to foreclose said last-mentioned mortgage or trust deed; and

Whereas the said The Milwaukee, Manitowoc and Green Bay Railroad Company, on the thirty-first day of May, A. D. 1872, under and in pursuance of section fifty of chapter one hundred and nineteen of the general laws of the State of Wisconsin for the year 1872, duly changed its corporate name to that of the Milwaukee, Lake Shore and Western Railroad Company, and ever since that time has been called and known by that name; and

Whereas, on the first day of June, A. D. 1872, the said The Appleton and New London Railway Company, under and by virtue of the power and authority conferred upon it by its charter, and especially by chapter five hundred and fifty-two of the private and local laws of the State of Wisconsin for the year 1867, duly sold and conveyed to the said Milwaukee, Lake Shore and Western Railroad Company, its successors and assigns, all that part of its said railroad known as the eastern extension or branch, extending from the depot grounds or Grand Chute Island, in the city of Appleton, county of Outagamie, and State of Wisconsin, to its eastern terminus, in the city of Manitowoc, County of Manitowoc and State aforesaid; said eastern extension or branch so sold and conveyed being a part of the railroad described in and covered by the said mortgage or trust deed executed by the said The Appleton and New London Railway Company, and that ever since the said sale and conveyance of said eastern extension or branch by the said The Appleton and New London Railway Company to the said Milwaukee, Lake Shore and Western Railroad Company, the said railroad, extending from said city of Milwaukee to said city of Manitowoc, and from thence to said village of Two Rivers, and the said railroad extending from said city of Manitowoc to said city of Appleton have been connected, and have been owned, operated, and managed by the same company as one continuous line of road and as part and parcel of the same railroad:

Now, therefore, in consideration of the premises, be it known that we, the undersigned purchasers as aforesaid, being desirous of forming a company for the purpose of maintaining and operating the railroads described in and covered by the above-mentioned mortgages or trust deeds, so far as they have already been constructed for public use in the conveyance of persons and property; and also for the purpose of constructing, maintaining, and operating for a like public use those parts and portions of said railroads described in and covered by said mortgages or trust deeds which have as yet not been constructed, do hereby, under and in pursuance of the laws of Wisconsin, and especially of chapter one hundred and nineteen of the general laws of the State of Wisconsin for the year 1872, and the acts amendatory thereof, associate together for the purpose, and do hereby make and sign the following "Articles of Association."

First. The name of our said company shall be the Milwaukee, Lake Shore and Western Railway Company.

Second. The road now constructed and to be maintained and operated by our said company extends from a point near the city of Milwaukee, on the north side thereof, northerly through the county of Milwaukee and through the county of Ozaukee, by way of Port Washington, and through the county of Sheboygan, by way of the city of Sheboygan, and into the county of Manitowoc by way of the city of Manitowoc, to the village of Two Rivers, in said last-named county, and also from the said city of Manitowoc, westerly through said county of Manitowoc, and through the county of Calumet, and into the county of Outagamie to and into the city of Appleton, in said last-named county, all being in said State of Wisconsin, and that said road, so constructed, is about one hundred and twenty-three miles in length. That our said company intends to hereafter construct, maintain, and operate, in connection with and as a part of said road already constructed, a road extending from the present terminus of said road now constructed near said city of Milwaukee, on the north side thereof, to and into said city of Milwaukee, all in said county of Milwaukee, which will be about three and one-half miles in length, also a road extending from the present terminus of said road, now constructed, in said village of Two Rivers, northwesterly through said county of Manitowoc, and through the county of Brown, in said State of Wisconsin, to and into the city of Green Bay, in said last-mentioned county, which will be about thirty-five miles in length, and also a road, extending from the present terminus of said road, now constructed in said city of Appleton, through said county of Outagamie, to that part of the village of New London which is located in said county of Outagamie, and from thence into the county of Waupesa, in

said State of Wisconsin, to a point of intersection with the railroad of the Green Bay and Minnesota Railroad Company, at or near that part of said village of New London which is located in said county of Waupaca, which will be about twenty miles in length.

Third. The amount of the capital stock of our said company shall be six millions of dollars, to consist of sixty thousand shares of one hundred dollars each, which said shares shall be divided into two classes, as follows:

Five millions of dollars, or fifty thousand shares of said capital stock, shall be set apart and designated as "preferred stock," and the full sum of one hundred dollars per share we hereby declare and acknowledge to have been paid thereon, in the property purchased by the undersigned at said two foreclosure sales.

The remaining one million of dollars, or ten thousand shares of said capital stock, shall be set apart, and designated as "common stock," and we hereby declare and acknowledge the full sum of one hundred dollars per share to have been paid thereon, in the property purchased by the undersigned at said two foreclosure sales, which said "common stock" shall be disposed of as the directors of this company shall direct. The said preferred stock shall be entitled to a dividend of seven per centum per annum from the net earnings of each current year, after payment of interest on all the mortgage bonds, if the company earn so much during the current year, and before the payment of dividends to any other class of stockholders; but the company may reserve a reasonable working capital, or surplus, before the dividends shall be declared or paid on said preferred stock. If the net earnings of the company are not as much as seven per cent. in any one year, then the said preferred stock shall receive for that year a dividend of whatever the said earnings are, after the payment of interest on the mortgage bonds, and a reasonable reserve for a working capital above mentioned; said preferred stock shall not have any claim upon the earnings of any other year for the non-payment of dividends of any preceding year. Whenever the company earns sufficient, over and above the payment of interest on the bonds, and the reserve above mentioned, to pay a greater sum than seven per cent. on said outstanding preferred stock and seven per cent. on the common stock, then the said preferred stock shall share pro rata with the common stock in such earnings, and each share of such preferred stock shall have the same rights and privileges as to representation and voting as each share of said common stock.

Fourth. There shall be a board of thirteen directors to manage the affairs of said company, and after the persons named in these articles as directors shall cease to be such directors, as herein provided, no person shall be a director of said company, unless he shall be a stockholder therein, owning stock absolutely in his own name, or as trustee, or personal representative, and qualified to vote at the election at which he shall be chosen, and if at any time any director shall cease to be a stockholder, as above provided, he shall be disqualified from being such director, and his office shall be from thenceforth vacant.

For the first year, or for a shorter time, if the stockholders shall sooner elect directors, and until others are chosen in their places, the following named persons are and shall be the directors of said company, to wit: Frederick W. Rhinelander, Adam Nonie, Lawrence Wells, William H. Guion, Samuel S. Sands, H. B. Hammond, Morris K. Jessup, Charles Dana, and Isaac H. Knox, all residing at the city of New York, in the State of New York; T. Charlton Henry, residing at Philadelphia, in the State of Pennsylvania; Robert Garrett, residing at Baltimore, in the State of Maryland; James H. Mead, residing at Sheboygan, in the State of Wisconsin; and Joseph Vilas, residing at Manitowoc, in the State of Wisconsin.

Annual meetings of the stockholders, for the choice of directors and the transaction of other business, shall be held in the State of Wisconsin, in the month of June in each year, commencing with the year 1876, which meeting shall be called by the directors, who shall specify the time and place for holding the same. The directors of said company, after those named herein, shall be chosen annually by a majority of the votes of the stockholders voting at such election, in such manner and for such time as may be prescribed in the by-laws of the corporation, and they may and shall continue to be directors until others are elected in their places.

In the election of directors each stockholder shall be entitled to one vote, personally or by proxy, on every share of either class of stock held by him for thirty days next previous to any such election; and vacancies in the board of directors shall be filled in such manner as shall be prescribed by the by-laws of the corporation.

Two inspectors of the first election of directors shall be appointed by the board of directors named in these articles of association, and the inspectors of each subsequent election shall be appointed as prescribed by the by-laws. The directors shall appoint one of their number president, and they may also appoint a vice-president, treasurer, and secretary, and such other officers and agents as shall be prescribed by the by-laws.

The said directors shall have power to make and prescribe such by-laws, rules, and regulations as they shall deem proper and needful touching the disposition and manage-

ment of the stock, property, estate, and effects of said company, the transfer of shares, the duties and conduct of their officers, agents, and servants, and all matters whatever which may appertain to the concerns of said company not contrary to those established by the stockholders, or to these articles of association, or to the laws of the State of Wisconsin, or of the United States.

Fifth. Said company, for the purpose of fully completing and equipping its road and protecting the property, by acquisition or otherwise, shall have power to issue its first-mortgage bonds to an amount not exceeding seven hundred and fifty thousand dollars. Each of said bonds shall be for the sum of one thousand dollars, and shall bear interest at the rate of seven per centum per annum, payable semi-annually, in June and December, in the city of New York, in currency, and the principal thereof shall be payable in said city of New York within thirty years from date, also in currency, but said bonds shall be redeemable at any time at one hundred and five per cent. of the principal thereof (the interest to be paid in full to the time of redemption), at the option of the company, on six months' notice previously given by the publication thereof once a week during the said six months, in some newspaper published in the city of New York. The said bonds or the mortgage securing the same, or both, shall contain a provision to the effect that in case of the non-payment of any half-yearly installments of interest which shall have become due and been demanded, and such default shall have continued ninety days after demand, then the whole principal of said series of bonds and all unpaid interest thereon shall thereupon be and become forthwith due and payable and collectable by suit at law, or by a foreclosure of the said mortgage in the same manner and with the same effect as if the principal sum of said bonds had been made due and payable at the time any such default shall occur. The said company shall also have power to secure the payment of all the bonds above authorized to be issued by a first mortgage or trust deed upon its line of railroad (and property now or hereafter appurtenant thereto), extending from at or near the said city of Milwaukee to the said city of Manitowoc, and from thence to the said village of Two Rivers, and from said city of Manitowoc to said city of Appleton, covering in all about one hundred and twenty-three miles of completed road. The said bonds and mortgage, or trust deed shall be signed by the president or vice-president and secretary, and the seal of the company shall be affixed thereto.

The signing of these articles of association is hereby declared to be a special meeting of the stockholders, and a vote, and the assent of the stockholders to borrow money, and to issue said bonds, and make and execute said mortgage or trust-deed for the amount as above set forth, and also to be a waiver of any notice, required of the meeting on that subject.

The railroad and property above mentioned and described, as to be covered by said first mortgage, shall not be otherwise mortgaged or encumbered, except by the consent of the holders of three-fourths in value, of the said outstanding preferred stock, and no such consent shall be taken from agents, or by proxy, unless the power of attorney held by such agent or proxy, shall expressly authorize such consent.

Sixth. The company hereby formed shall be a corporation, and shall have, possess, and enjoy all of the powers, rights, privileges, immunities, and franchises granted and conferred by said chapter one hundred and nineteen of the general laws of said State of Wisconsin for the year 1872, and the several acts amendatory thereof, and by any other law or laws of said State, applicable thereto, and shall also have possess, and enjoy all of the powers, rights, privileges, and immunities and franchises acquired by the undersigned as purchasers at the said two foreclosure sales, under the said two first above mentioned mortgages or trust-deeds, or either of them.

In witness whereof we have hereunto subscribed our names and respective places of residence, and the number of shares of stock we each agree to take in said company this tenth day of December, A. D. 1875.

Names and residence.	Shares.
A. NOWIE, New York.....	10,000
WILLIAM H. GUION, New York.....	10,000
MORRIS K. JESSUP, New York.....	2,000
SAMUEL S. SANDS, New York.....	14,000
LAWRENCE WELLS, New York.....	14,000

STATE OF WISCONSIN, *County of Milwaukee, ss:*

Samuel S. Sands, Lawrence Wells and Henry B. Hammond, being duly sworn doth each for himself depose and say that he is one of the directors named in the annexed and foregoing articles of association; that the names subscribed to said articles are the genuine signatures of the persons named therein, and that it is intended, in good faith, to maintain and operate the road mentioned in such articles of association as already

constructed, and also to construct, maintain, and operate the roads mentioned in such articles of association as hereafter to be constructed.

SAMUEL S. SANDS.
LAWRENCE WELLS.
H. B. HAMMOND.

Sworn to before me this tenth day of December, A. D. 1875.

[SEAL.]

J. P. C. COTTRELL,
Notary Public, Milwaukee County, Wisconsin.

Filed in the offices of the secretary of state of the State of Wisconsin, December 11, 1875.

UNITED STATES OF AMERICA,

State of Wisconsin, Department of State, ss:

To all to whom these presents shall come:

I, Ernst G. Timme, secretary of state of the State of Wisconsin, do hereby certify that the annexed copy of articles of association of the Milwaukee, Lake Shore and Western Railway Company has been compared by me with the original articles on file in this department, and that the same is a true copy thereof, and of the whole of such original filed in this department on the 11th day of December, A. D. 1875.

In testimony whereof I have hereunto set my hand and affixed my official seal at the capital, in the city of Madison, this twenty-fifth day of August, A. D. 1882.

[L. S.]

ERNST G. TIMME,
Secretary of State.

I, Alfred L. Cary, secretary of the Milwaukee, Lake Shore and Western Railway Company, do hereby certify that the organization of said company has been completed; that the company is fully authorized to proceed with the construction of the road according to the existing laws of the State of _____, and that the copy of the articles of association of the company filed in the Department of the Interior is a true and correct copy of the same.

In witness whereof I have hereunto set my name and the corporate seal of the company.

[L. S.]

ALFRED L. CARY,
Secretary of the Milwaukee, Lake Shore and Western Railway Company.

MILWAUKEE, LAKE SHORE AND WESTERN RAILWAY CO.,
RIGHT OF WAY AND LAND DEPARTMENT,
111-113 Insurance Building, Milwaukee, Jan. 25, 1888.

DEAR SIR: I forwarded to you duplicate maps of the proposed line of this company's road through certain lands belonging to the United States, with all papers attached, which were required by the instructions.

Since forwarding these papers it has occurred to me that the Indian Department had required, in addition to these instructions, certified copies of the vote of the board of directors adopting the route. As these may possibly be asked for by the Land Department, I enclose such copy, which you will have the kindness to attach to one copy of such map, or forward the same, unattached, to the Land Department.

Respectfully yours,

J. O. THAYER,
G. L. A.

S. E. THAYER, Esq.

Reg. U. S. Land Office, Wausau, Wis.

STATE OF WISCONSIN, *Milwaukee County, ss:*

I, Alfred L. Cary, as secretary of the Milwaukee, Lake Shore and Western Railway Company, do hereby certify that the annexed is a true and correct copy of the resolu-

tion adopted by the board of directors of said railway company at a meeting of said board held on the 13th day of December, 1887.

Witness my hand and the corporate seal of said company, at the city of Milwaukee, in said county and State, this 24th day of January, 1888.

[L. S.]

ALFRED L. CARY,
Secretary.

Whereas this company, being the Milwaukee, Lake Shore and Western Railway Company, is authorized to construct an extension of its branch road from the village of Rhinelander, in the county of Oneida, through said county of Oneida and through the county of Ashland to a point of junction with its main line of road in or near the village of Burley, in said last-named county, all being in the State of Wisconsin; and

Whereas this company has caused the line of the route of that part of said extension of said branch road commencing at a point in Government lot No. 2 of sec. 6 in town. 36 north, of range 9 east, in said village of Rhinelander, and running thence a distance of about twenty-seven miles and fifty one-hundredths of a mile to the east boundary line of the northeast quarter of sec. 32 in town. 40 north, of range 6 east, in said county of Oneida, to be surveyed under the direction of E. H. Rummele, its chief engineer, and has actually staked out the center line of its said proposed road upon the line of the route so surveyed, and has caused a map to be made accurately representing such survey, and which said map is now on file in the company's general office in the city of Milwaukee, in said State of Wisconsin:

Now, therefore, resolved, That said line of route so surveyed and staked out, and as represented on said map, be, and the same hereby is, adopted by this company as the definite location of said road between the points above mentioned and described.

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C., August 10, 1888.

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of articles of incorporation of the Cedar Rapids, Iowa Falls and Northwestern Railway Company under act March 3, 1875, is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name, and caused the seal of this office to be affixed, at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office.

Articles of incorporation of the Cedar Rapids, Iowa Falls and Northwestern Railway Company.

Article 1st. We, J. F. Ely, John J. Polkjoy, Geo. W. Berer, J. W. Barnes, W. P. Brady, J. F. Buttolph, A. A. Robertson, George Wells, Geo. J. Boal, in the State of Iowa, do hereby incorporate ourselves and all other stockholders of the Cedar Rapids, Iowa Falls and Northwestern Railway Company, and also all other persons who may become members hereof, into a body corporate with all the rights, powers, and privileges granted by the laws of Iowa and by these articles.

2nd. The name and style of this incorporation shall be the Cedar Rapids, Iowa Falls and Northwestern Railway Company.

3rd. The principal place of business of this company shall be at Cedar Rapids, Linn Co., Iowa; the board of directors may hold meetings in any city in Iowa, and in the city of New York.

4th. The object of this company shall be to locate, construct, maintain, and operate a railway with all necessary branches, warehouses, elevators, and such other appendages as may be deemed necessary for the convenient use and profitable management of the same from the town of Holland, Grundy Co., Iowa, by way of Iowa Falls to some point in the State of Minnesota yet to be determined.

5th. The capital stock may be two million dollars, which shall be divided into shares of one hundred dollars each, and at all stockholders' meetings each share of stock shall be entitled to one vote. The stock may be subscribed for at such times and in such amounts as the board of directors may from time to time determine. The times and conditions on which it is to be paid in shall also be determined by the board of directors.

6th. This corporation shall commence on the 20th day of April, A. D. 1880, and shall continue fifty years, with the right of renewal and perpetual succession.

7th. The affairs of the company shall be managed by a board of nine directors, a majority of whom, including the president or vice-president, shall constitute a quorum. In the absence of the president and vice president two-thirds of the directors shall constitute a quorum, and they may appoint one of their number as presiding officer. The incorporators named in the first article hereof shall constitute the board of directors until the first Wednesday in May, A. D. 1881, and until their successors are elected by the stockholders.

8th. The officers of the company shall consist of a president, vice-president, treasurer, and secretary, and of such other officers as the board of directors shall deem expedient, all of whom shall be elected by the directors.

9th. Until their successors are duly elected the following persons are the officers of this company: President, George J. Boal; vice-president, ————; treasurer, George W. Berer; secretary, W. P. Brady.

10th. The board of directors shall have full power and authority to carry out the objects of this incorporation; shall have power to fill any vacancy in the board, shall have power to authorize the president and secretary to execute a mortgage or deed of trust on the whole or any part of the property of this company, to secure the payment of the bonds thereof in such amounts and upon such terms and conditions as the directors may think best. The said directors may prescribe the manner in which the company's railway may be used, may regulate the operating and running of trains, and shall have full and exclusive power to regulate fares and rates of toll or tariffs for the transportation of property and passengers over this company's railway. Shall have power to lease the said road to be constructed to any other railroad company, or to consolidate the stock with such other company. It being one of the objects of this corporation to form a through line of transportation from the south and east to Northwestern Iowa and Minnesota.

11th. All certificates of stock, contracts, agreements, and bonds shall be signed by the president and secretary. No certificates of stock shall be valid unless countersigned by transfer agent of the company.

12th. The aggregate indebtedness of the company shall in no case exceed two-thirds of the capital stock authorized by these articles.

13th. The private property of the stockholders shall not be subject to the debts of the company.

14th. After the year 1881, the annual meetings of the stockholders shall take place on the first Wednesday in May of each year, of which at least four (4) weeks' notice shall be mailed to each stockholder by a printed notice sent to his post-office address, informing him of the time and place of such meeting. At such annual meeting a board of directors shall be elected, who shall choose from their own number a president and vice-president, and elect a treasurer and secretary. They may also appoint such other officers and agents as the business of this company may require. Each stockholder shall be entitled to vote in person or by proxy.

15th. The board of directors shall elect an executive committee, which shall consist of five directors, including the president and vice-president. This committee shall manage the affairs of the company under the general direction of the board, and between the meetings thereof, and shall have all the powers of the full board.

16th. All the proceedings of the executive committee shall be recorded by the secretary and reported to the next meeting of the board.

17th. The treasurer shall be required to give bond satisfactory to the directors as security for the faithful performance of his duties.

18th. This corporation may exercise all its powers and hold meetings in any of the cities of Iowa or in New York City.

19th. These articles, except article 13, may be amended at any meeting of the stockholders, provided that two-thirds of all the stock subscribed shall favor said amendment. The articles may also be amended by the unanimous vote of the directors.

Witness our hand adopting the foregoing articles, this 29th day of April, A. D. 1880.

W. P. BRADY.

J. F. BUTTOLPH.

GEO. WELLS.

A. A. ROBERTSON.

GEORGE J. BOAL.

J. W. BARNES.

GEO. W. BERER.

JNO. F. ELY.

STATE OF IOWA, Linn County, ss:

On this twenty-ninth day of April, A. D. 1880, before me personally came W. P. Brady, J. T. Buttolph, Geo. Wells, A. A. Robertson, Geo. J. Boal, J. W. Barnes, Geo.

W. Berer, and Jno. F. Ely, to me personally known to be the identical persons whose names are fixed to the above instrument and acknowledged the execution of the same to be their voluntary act and deed.

[SEAL.]

JOHN C. BROCKSMIT,
Notary Public for Linn County.

STATE OF IOWA, *Linn County*, ss:

Filed for record 10th day of May, A. D. 1880, at 2 o'clock p. m., and recorded in vol. 2, page 336.

CHAS. E. PUTMAN,
Recorder.

State of Iowa, ss:

Filed for record in office of secretary of state June 4, 1880.

J. A. T. HULL,
Secretary of State.
WM. F. HAMMOND,
Deputy.

Amendment of articles of incorporation of the Cedar Rapids, Iowa Falls and Northwestern Railway Company. Amendment of articles of incorporation.

We, the undersigned members of the board of directors of the Cedar Rapids, Iowa Falls and Northwestern Railway Company, being all present, organized, and acting in our official capacity as the board of directors of said company, and by the authority and approval of the stockholders in said company, do hereby change and amend article five (5) of the articles of incorporation of said company, as follows:

"ARTICLE 5.

"The capital stock of this corporation shall be six millions of dollars instead of two (2) millions as now contained in said article, said capital stock to be divided into shares of one hundred (\$100) dollars each, and at all stockholders' meetings each share of stock issued shall be entitled to one (1) vote. The stock may be subscribed and paid for at such times and in such amounts as the board of directors may from time to time determine."

This amendment with the original articles of incorporation shall constitute the charter of this company, and the president is hereby authorized to cause the same to be recorded and notice thereof published in the manner provided by law.

In testimony whereof we have hereunto subscribed our names this fourth day of May, A. D. 1881.

GEO. J. BOAL, <i>President</i> . J. C. PEASLEY, A. A. ROBERTSON, J. T. BUTTOLPH, J. H. CARLETON, A. G. ADAMS, C. D. CLOSE, E. S. BAILY, J. N. DEWEY,	}	Directors.
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STATE OF IOWA, *Linn County*, ss:

Be it remembered that before me, a notary public in and for said county, came Geo. J. Boal, president, and J. C. Peasley, A. A. Robertson, J. T. Buttolph, J. H. Carleton, A. G. Adams, C. D. Close, E. S. Baily, and J. N. Dewey, directors, who are personally known to me to be the president and directors of the Cedar Rapids, Iowa Falls and Northwestern Railway Company, and personally known to me to be the identical persons whose names are signed to the foregoing amended articles of incorporation of said company, and severally acknowledged the execution of the same to be their voluntary act and deed as the board of directors of said company, for and in behalf of said company.

In witness whereof I have hereunto set my hand and affixed my official seal this fourth day of May, A. D. 1881.

[SEAL.]

JOHN C. BROCKSMIT,
Notary Public.

STATE OF IOWA, *Linn County*, ss:

Filed for record 6th day of May, A. D. 1881, at 8 o'clock a. m., and recorded in vol. 2, page 387.

C. H. KURTZ,
Recorder.

STATE OF IOWA, ss :

Filed for record in office of secretary of state May 13th, 1881.

J. A. I. HULL,
Secretary of State.

Amendment of the articles of incorporation of the Cedar Rapids, Iowa Falls and Northwestern Railway Company.

Be it known that the undersigned members of the board of directors of the Cedar Rapids, Iowa Falls and Northwestern Railway Company, being all present, organized, and acting in our official capacity as the board of directors of said company, by the authority and approval of more than two-thirds of the stockholders of said company, and by virtue of the authority conferred by Article XIX (19) of the original articles of incorporation of said company, do here by unanimous vote change and amend Articles IV and V of the original and amended articles of incorporation of said company, to wit:

That Article IV be and is hereby changed and amended so as to read in words and figures following, that is to say:

"ARTICLE IV.

"The object of this corporation shall be the location, construction, maintenance, and operation of connecting lines of railways in the States of Iowa, Minnesota, and Territory of Dakota, with single and double tracks, and such branches, extensions, and appurtenances thereunto belonging as may be deemed advisable for the convenient use and profitable operation of such railway. The lines of such railway herein contemplated shall be known and designated as the Iowa, Minnesota and Dakota divisions. The Iowa division shall embrace all that part of such railway now built and in operation in and to be hereafter constructed within the State of Iowa. The Minnesota division thereof shall embrace all that part of such railway as now or may hereafter be located in the State of Minnesota. The Dakota division shall embrace all that part of said railway lying within the territorial limits of Dakota. The several lines of railway extensions and branch lines, as herein contemplated, shall be definitely located, and the termini designated by the orders of the board of directors of said company, entered of record.

"That Article V of said articles of incorporation, including the amendment thereof adopted May 4th, 1881, be and is hereby changed so as to read as follows:

"ARTICLE V.

"The capital stock of this corporation shall be eighteen millions of dollars (\$18,000,000), divided into shares of one hundred dollars each, and at all stockholders' meetings each share of stock issued shall be entitled to one vote. The stock may be subscribed and paid for at such times and in such amounts as the board of directors may from time to time determine. The foregoing, together with the original articles, shall constitute the articles of incorporation of said Cedar Rapids, Iowa Falls and Northwestern Railway Company, and the president and secretary of the board are hereby authorized to cause the same to be recorded and notice thereof published in the manner provided by law; and such officers are also authorized and directed to acknowledge such amended articles of incorporation as by law provided."

The Cedar Rapids, Iowa Falls and Northwestern Railway Company.

JAMES L. BEVER,
President.

By W. P. BRADY,
Secretary.

STATE OF IOWA, *Linn County*, ss :

Be it remembered that before me, a notary public in and for said county, came James L. Bever, president, and W. P. Brady, secretary, who are personally known to me to be the president and secretary of the Cedar Rapids, Iowa Falls and Northwestern Railway Company, and personally known to me to be the identical persons as such officers, whose

names are signed to the foregoing amended articles of incorporation of said company, and severally acknowledged the execution of the same to be their voluntary act and deed, and the voluntary act and deed of said Cedar Rapids, Iowa Falls and Northwestern Railway Company, and the voluntary act and deed of the stockholders and board of directors of such company.

In testimony whereof I have hereunto set my hand and notarial seal this 30th day of November, 1883.

[SEAL.]

JOHN C. BROCKSMIT,
Notary Public.

STATE OF IOWA, *Linn County, ss :*

Filed for record 1st day of Dec., A. D. 1883, at 8 o'clock a. m., and recorded in vol. 3, page 134, &c.

C. H. KURTZ,
Recorder.

STATE OF IOWA, *ss :*

Filed for record in office of secretary of state, Dec. 6, A. D. 1883.

J. A. T. HULL,
Secretary of State.
W. T. HAMMOND,
Deputy.

STATE OF IOWA,

Office of Secretary of State :

I, J. A. T. Hull, secretary of state of the State of Iowa, hereby certify the foregoing to be a true and correct copy of the articles of incorporation of the Cedar Rapids, Iowa Falls and Northwestern Railway Company, and the amendments thereto as appear from the records of this office, and that the original articles were duly filed in this office, according to law on the fourth day of June, A. D. 1880, and that the first amendment was filed on the thirteenth day of May, A. D. 1881, and that the second amendment was filed on the sixth day of December, A. D. 1883.

In testimony whereof I have hereunto set my hand and affixed the great seal of the State at Des Moines, this fourth day of August, A. D. 1884.

[SEAL.]

J. A. T. HULL,
Secretary of State.

I, C. J. Ives, president of the Cedar Rapids, Iowa Falls and Northwestern Railway Company, do hereby certify that the foregoing and annexed is a true copy of the articles of incorporation of said company and all amendments thereto.

C. J. IVES,
President of the Cedar Rapids, Iowa Falls and Northwestern Railway Company.

TITLE IX.—CORPORATIONS.

CHAPTER 1.—CORPORATIONS FOR PECUNIARY PROFIT.

SEC. 1058. Any number of persons may associate themselves and become incorporated for the transaction of any lawful business, including the establishment of ferries, the construction of canals, railways, bridges, or other works of internal improvement; but such incorporation confers no power or privilege not possessed by natural persons, except as hereinafter provided.

SEC. 1059. Among the powers of such body corporate are the following :

1. To have perpetual succession;
2. To sue and be sued by its corporate name;
3. To have a common seal, which it may alter at pleasure;
4. To render the interests of the stockholders transferable;
5. To exempt the private property of its members from liability for corporate debts, except as herein otherwise declared;
6. To make contracts, acquire and transfer property, possessing the same powers in such respects as private individuals now enjoy;
7. To establish by-laws and make all rules and regulations deemed expedient for the management of their affairs in accordance with law.

SEC. 1060. Previous to commencing any business, except that of their own organization, they must adopt articles of incorporation, which must be signed and acknowledged

by the incorporators and recorded in the office of the recorder of deeds in the county where the principal place of business is to be, in a book kept therefor, the recorder must record such articles as aforesaid within five days after the same are filed in his office, and certify thereon the time when the same was filed in his office, and the book and page where the record thereof will be found. The said articles and certificate of recorder shall be then recorded in the office of secretary of state in a book kept for that purpose.

SEC. 1061. Such articles of incorporation must fix the highest amount of indebtedness or liability to which the corporation is at any one time to be subject, which must in no case, except in that of risks of insurance companies, exceed two-thirds of its capital stock.

NOTICE PUBLISHED.

SEC. 1062. A notice must also be published for four weeks in succession in some newspaper as convenient as practicable to the principal place of business.

SEC. 1063. Such notice must contain:

1. The name of the corporation and its principal place of transacting business;
2. The general nature of the business to be transacted;
3. The amount of capital stock authorized, and the times and conditions on which it is to be paid in;
4. The time of the commencement and termination of the corporation;
5. By what officers or persons the affairs of the company are to be conducted, and the times at which they will be elected;
6. The highest amount of indebtedness or liability to which the corporation is at any time to subject itself;
7. Whether private property is to be exempt from corporate debts.

SEC. 1064. The corporation may commence business as soon as the articles of incorporation are filed in the office of the recorder of deeds, and their doings shall be valid if the publication in a newspaper is made and the articles recorded in the office of the secretary of state within three months from such filing in the recorder's office.

SEC. 1065. No change in any of the above matters shall be valid, unless recorded and published as the original articles are required to be.

SEC. 1066. No corporation can be dissolved prior to the period fixed in the articles of incorporation, except by unanimous consent, unless a different rule has been adopted in their articles.

SEC. 1067. The same period of newspaper publication must precede any such premature dissolution of a corporation as is required at its creation.

SEC. 1068. A failure to comply substantially with the foregoing requisitions in relation to organization and publicity renders the individual property of the stockholders liable for the corporate debts. But this section shall not be deemed applicable to railroad corporations and corporators, and stockholders in railroad companies shall be liable only for the amount of stock held by them in said companies.

DURATION.

SEC. 1069. Corporations for the construction of any work of internal improvement or for the business of life insurance may be formed to endure fifty years; those formed for other purposes can not exceed twenty years in duration; but in either case may be renewed, from time to time, for periods not greater, respectively, than was at first permissible, if three-fourths of the votes cast at any regular election for that purpose be in favor of such renewal, and if those wishing a renewal will purchase the stock of those opposed to the renewal at its fair current value.

SEC. 1070. Corporations for agricultural and horticultural purposes and cemetery associations may be formed to endure any length of time that may be provided in the articles of incorporation, but the general assembly may, at any session, fix a time when all such corporations shall be dissolved. Such corporations shall not own to exceed nine sections of land, and the improvements and necessary personal property for the proper management thereof; and the articles of incorporation shall provide a mode by which any member may, at any time, withdraw therefrom, and also the mode of determining the amount to be received by such member upon withdrawal and for the payment thereof to such member, subject only to the rights of the creditors of such corporation.

FRAUD—CONSEQUENCES OF.

SEC. 1071. Intentional fraud in failing to comply substantially with the articles of incorporation, or in deceiving the public or individuals in relation to their means or their liabilities, shall subject those guilty thereof to fine and imprisonment, or both, at the discretion of the court. Any person who has sustained injury from such fraud may also recover damages therefor against those guilty of participating in such fraud.

SEC. 1072. The diversion of the funds of the corporation to other objects than those mentioned in their articles and in the notices published as aforesaid (if any person be thereby injured) and the payment of dividends which leave insufficient funds to meet the liabilities of the corporation shall be deemed such frauds as will subject those therein concerned to the penalties of the preceding section, and such dividends or their equivalent in the hands of individual stockholders shall be subject to said liabilities.

SEC. 1073. Dividends by insurance companies, made in good faith before their knowledge of the happening of actual losses, are not intended to be prevented or punished by the provisions of the preceding section.

SEC. 1074. Either such failure or the practice of fraud in the manner hereinbefore mentioned shall cause a forfeiture of all the privileges hereby conferred, and the courts may proceed to wind up the business of the corporation by an information in the manner prescribed by law.

SEC. 1075. The intentional keeping of false books or accounts by any corporation whereby any one is injured is a misdemeanor on the part of those concerned therein, and any person shall be presumed to be concerned therein whose duty it was to see that the books and accounts were correctly kept.

BY-LAWS—INDEBTEDNESS—TRANSFER OF SHARES—NON-USER.

SEC. 1076. A copy of the by-laws of the corporation, with the name of all its officers appended thereto, must be posted in the principal places of business and be subject to public inspection.

SEC. 1077. A statement of the amount of capital stock subscribed, the amount of capital actually paid in, and the amount of the indebtedness in a general way must also be kept posted up in a like manner, which statement must be corrected as often as any material change takes place in relation to any part of the subject-matter of such statement.

SEC. 1078. The transfer of shares is not valid, except as between the parties thereto, until it is regularly entered on the books of the company, so as to show the name of the person by and to whom transferred, the numbers or other designation of the shares, and the date of the transfer; but such transfer shall not in any way exempt the person making it from any liability of said corporation created prior thereto. The books of the company must be so kept as to show intelligibly the original stockholders, their respective interests, the amount paid on their shares, and all transfers thereof; and such books, or a correct copy thereof, so far as the items mentioned in this section are concerned, shall be subject to the inspection of any person desiring the same.

SEC. 1079. Any corporation organized in accordance with the provisions of this chapter shall cease to exist by the non-user of its franchises for two years at any one time, but such body shall not forfeit its franchises by reason of its omission to elect officers or to hold meetings at any time prescribed by the articles of incorporation or by-laws, provided such act be done within two years of the time appointed therefor.

SEC. 1080. Corporations whose charters expire by their own limitation or the voluntarily act of the stockholders, may, nevertheless, continue to act for the purpose of winding up their concerns.

SEC. 1081. For the purpose of repairs, rebuilding, or enlarging, or to meet contingencies, or for the purpose of a sinking fund, the corporation may establish a fund which they may loan, and in relation to which they may take the proper securities.

PRIVATE PROPERTY LIABLE FOR CORPORATE DEBTS.

SEC. 1082. Neither anything in this chapter contained, nor any provision in the articles of incorporation, shall exempt the stockholders from individual liability to the amount of the unpaid instalments on the stock owned by them or transferred by them for the purpose of defrauding creditors, and execution against the company may, to that extent, be levied upon the private property of any such individual.

SEC. 1083. In none of the cases contemplated in this chapter can the private property of the stockholders be levied upon for the payment of corporate debts while corporate property can be found with which to satisfy the same; but it will be sufficient proof that no property can be found if an execution has issued on a judgment against the corporation and a demand has been thereon made of some one of the last-acting officers of the body for property on which to levy, and if he neglects to point out any such property.

SEC. 1084. Before any stockholder can be charged with the payment of a judgment rendered for a corporate debt, an action shall be brought against him, in any stage of which he may point out corporate property subject to levy; and upon his satisfying the court of the existence of such property, by affidavit or otherwise, the cause may be continued or execution against him stayed until the property can be levied upon and sold,

and the court may subsequently render judgment for any balance which there may be after disposing of the corporate property; but if a demand of property has been made as contemplated in the preceding section, the costs of said action shall, in any event, be paid by the company or the defendant therein, but he shall not be permitted to controvert the validity of the judgment rendered against the corporation, unless it was rendered through fraud and collusion.

SEC. 1085. When the private property of a stockholder is taken for a corporate debt he may maintain an action against the corporation for indemnity and against any other stockholders for contribution.

SEC. 1086. The franchise of a corporation may be levied upon execution and sold, but the corporation shall not become thereby dissolved, and no dissolution of the original corporation shall effect the franchise, and the purchaser becomes vested with all the powers of the corporation therefor, such franchise shall be sold without appraisement.

SEC. 1087. In any proceedings by or against a corporation or against a stockholder, to charge his private property or the dividends received by him, the court is invested with power to compel the officers to produce the books of the corporation, on the motion of either party, upon a proper cause being shown for that purpose.

SEC. 1088. A single individual may entitle himself to all the advantages of this chapter, provided he complies substantially with all its requirements, omitting those which from the nature of the case are inapplicable.

SEC. 1089. No body of men, acting as a corporation under the provisions of this chapter, shall be permitted to set up the want of a legal organization as a defense to an action against them as a corporation, nor shall any person sued on a contract made with such a corporation, or sued for an injury to its property, or a wrong done to its interests, be permitted to set up a want of such legal organization in his defense.

SEC. 1090. The articles of incorporation, by-laws, rules, and regulations of corporations hereafter organized under the provisions of this title, or whose organization may be adopted or amended hereunder, shall, at all times, be subject to legislative control, and may be, at any time, altered, abridged, or set aside by law, and every franchise obtained, used, or enjoyed by such corporation, may be regulated, withheld, or be subject to conditions imposed upon the enjoyment thereof whenever the general assembly shall deem necessary for the public good.

UNITED STATES OF AMERICA, *State of Iowa*:

I, John A. T. Hull, secretary of state of the State of Iowa, do hereby certify that the foregoing is a full, true, and correct copy of chapter one, of title nine, of the code, as amended by chapter twenty-three, of the acts of the seventeenth general assembly as appears from the enrolled code and acts of the said general assembly on file in this office; and I further certify that this is the law in force relating to corporations for pecuniary profit during the year A. D. 1880.

In testimony whereof I have hereunto set my hand and affixed the great seal of the State of Iowa.

Done at Des Moines, this — day of August, in the year of our Lord one thousand eight hundred and eighty-four, of the Independence of the United States the one hundred and ninth, and of the State of Iowa the thirty-eighth.

[SEAL.]

J. A. T. HULL,
Secretary of State of the State of Iowa.

I, C. J. Ives, president of the Cedar Rapids, Iowa Falls and Northwestern Railway Company, do hereby certify that the organization of said company has been completed; that the said company is fully authorized to proceed with the construction of the road according to the existing laws of the States of Iowa and Minnesota; and that the copy of the articles of incorporation of the company filed in the Department of the Interior is a true and correct copy of the same.

In witness whereof I have hereunto set my name and the corporate seal of said company.

[SEAL.]

C. J. IVES,
President of the Cedar Rapids, Iowa Falls and Northwestern Railway Company.

STATE OF IOWA, *County of Linn*, ss:

C. J. Ives, being duly sworn on oath, says that he is president of the Cedar Rapids, Iowa Falls and Northwestern Railway Company, and that the following is a true list of

88 . RIGHT OF WAY THROUGH INDIAN RESERVATIONS.

the officers of said company, with the full name and official designation of each, to wit: President, C. J. Ives; vice-president, J. C. Broeksmit; secretary, W. P. Brady; treasurer, C. Strickney; chief engineer, H. F. White.

C. J. IVES,
President of the Cedar Rapids, Iowa Falls and Northwestern Railway Company

STATE OF IOWA, *Linn County*, ss:

Sworn to and subscribed before me 14 day of August, 1884.

[SEAL.]

JOHN C. BROEKSMIT,
Notary Public in and for said County and State

DEPARTMENT OF THE INTERIOR,
GENERAL LAND OFFICE,
Washington, D. C., Aug. 10, 1884

I, S. M. Stockslager, Commissioner of the General Land Office, do hereby certify that the annexed copy of articles of incorporation of the Jamestown and Northern R. R., under act Mar. 3, 1875, is a true and literal exemplification of the original of said papers now on file in this office.

In testimony whereof I have hereunto subscribed my name and caused the seal of this office to be affixed, at the city of Washington, on the day and year above written.

[SEAL.]

S. M. STOCKSLAGER,
Commissioner of the General Land Office

Articles of incorporation of the Jamestown and Northern Railroad Company (of Dakota).

Know all men by these presents that we, the undersigned, pursuant to the provisions of chapter 46 of the Public Laws of the Territory of Dakota, passed at the thirteenth session of the legislative assembly of said Territory, and approved February 18, 1879, do hereby associate ourselves together to form a corporation for the purpose of constructing, maintaining, and operating a railroad for the transportation of freight and passengers, and to that end do make these articles of organization.

ARTICLE I.

The name of said corporation is Jamestown and Northern Railroad Company.

ARTICLE II.

The said railroad is to be constructed from a point on the main line of the Northern Pacific Railroad one mile west of Jamestown, the county seat of Stutsman County, in said Territory, to a point on the international boundary line between the United States and the British possessions ten miles west of the northeast corner of Rolette County, in said Territory.

ARTICLE III.

The estimate length of said railroad is one hundred and sixty miles; and said railroad is intended to be made in, through, or into the counties of Stutsman, Foster, Gingras, Desmet, and Rolette, in said Territory.

ARTICLE IV.

The amount of the capital stock of the said corporation shall be three millions two hundred thousand dollars, and the same shall consist of thirty-two thousand shares of one hundred dollars each.

ARTICLE V.

The names and residences of the directors of the said corporation, who shall manage its affairs for the first year and until others are chosen in their places, are: George R. Howell, of New York City, New York; George H. Adams, of New York City, New York;

James B. Fry, of New York City, New York; Charles A. Spofford, of New York City, New York; and Troilus H. Tyndale, of New York City, New York.

In testimony whereof we, the undersigned, being the persons aforesaid, do each hereto subscribe his name, place of residence, and the number of shares of the said stock he agrees to take in said corporation.

Dated August 31st, A. D. 1881.

Name and place of residence.	No. of shares.
George R. Howell, New York City, N. Y.	1
George H. Adams, New York City, N. Y.	1
James B. Fry, New York City, N. Y.	1
Charles A. Spofford, New York City, N. Y.	31, 996
Troilus H. Tyndale, New York City, N. Y.	1

State of New York, City and County of New York, ss:

Be it remembered that on this thirteenth day of September, A. D. one thousand eight hundred and eighty-one, in said city of New York, before me, a commissioner duly appointed and commissioned by the governor of the Territory of Dakota, and having authority to take the acknowledgment and proof of the execution of deeds, etc., in the State of New York, to be used or recorded in said Territory, personally came George R. Howell, Charles A. Spofford, and Troilus H. Tyndale, all of whom are to me personally known, and are known to me to be three of the persons named in the annexed articles, and who subscribed the same, and who, being by me duly sworn, did, each for himself, say that they, the said George R. Howell, Charles A. Spofford, and Troilus H. Tyndale, are the three directors named in the annexed articles, that the signatures to the said articles are genuine, and that it is intended in good faith to construct and operate the railroad therein mentioned.

GEORGE R. HOWELL.
CHARLES A. SPOFFORD.
TROILUS H. TYNDALE.

Subscribed and sworn to before me this 13th day of September, A. D. 1881.

Witness my hand and official seal.

[SEAL.]

WILLIAM H. CLARKSON,

Commissioner for the Territory of Dakota in New York, 115 Broadway, N. Y. City.

Filed in this office this 17th day of September, 1881, and recorded in vol. 3 of the Book of Corporations, pages 383-386. Patent issued the same date.

GEO. H. HAND,
Secretary of Dakota T^y.

UNITED STATES OF AMERICA,
Territory of Dakota, Secretary's Office:

I, Geo. H. Hand, secretary of the Territory of Dakota, do hereby certify that I have carefully compared the foregoing copy of articles of corporation of the Jamestown and Northern Railroad Company, filed in this office the 17th day of September, 1881, with the original now on file in this office, and that the same is a correct transcript therefrom and of the whole thereof.

In testimony whereof I have hereunto set my hand and affixed the great seal of the Territory of Dakota at Yankton, this 17th day of January, 1882.

[SEAL.]

GEO. H. HAND,
Secretary of Dakota Territory.

Copy of the patent.

THE TERRITORY OF DAKOTA,

To all whom these presents shall come, greeting:

Whereas George R. Howell, George H. Adams, James B. Fry, Charles A. Spofford, and Troilus H. Tyndale have filed in the office of the secretary of the Territory certain articles of organization with a view of forming a corporation to be known as Jamestown and Northern Railroad Company, and with a capital of three millions two hundred thousand dollars, for the purpose of constructing, maintaining, and operating, or maintaining and operating a railroad from a point on the main line of the Northern Pacific Railroad one mile west of Jamestown, the county seat of, Stutsman County, in said Territory, to a point on the international boundary line between the United States and the British possessions ten miles west of the northeast corner of Rolette County, in said Territory, and

having complied with the provisions of the statutes in such cases made and provided; Therefore the Territory of Dakota hereby grants unto the above-named persons and their associates, successors, and assigns full authority, by and under the said name of Jamestown and Northern Railroad Company, to exercise the powers and privileges of a corporation for the purpose above stated and in accordance with their said articles of organization and the laws of this Territory.

In witness whereof these presents have been attested with the great seal and signed and countersigned by the governor and secretary of the Territory of Dakota, at Yankton, the 17th day of September, in the year one thousand eight hundred and eighty-one.

[SEAL.]

N. G. ORDWAY,
Governor.
GEO. H. HAND,
Secretary of Territory.

UNITED STATES OF AMERICA,
Territory of Dakota, Secretary's Office:

I, Geo. H. Hand, secretary of the Territory of Dakota, do hereby certify that I have carefully compared the foregoing copy of the patent issued to the Jamestown and Northern Railroad Company, dated September 17, 1881, with the original, and that the same is a correct transcript therefrom and of the whole thereof.

In testimony whereof I have hereunto set my hand and affixed the great seal of the Territory of Dakota, at Yankton, this 17th day of January, 1883.

[SEAL.]

GEO. H. HAND,
Secretary of Dakota Territory.

It is hereby certified that the foregoing are true and correct copies of the articles of incorporation and the patent of incorporation of the Jamestown and Northern Railroad Company and the whole thereof.

Witness my hand and seal of said company at the city of New York, State of New York, this twenty-fifth day of January, A. D. 1883.

[SEAL.]

SIDNEY STARBUCK,
Secretary.

I, Sidney Starbuck, secretary of the Jamestown and Northern Railroad Company, do hereby certify that the organization of said company has been completed; that the company is fully authorized to proceed with the construction of the road according to the existing laws of the Territory of Dakota, and that the copies of the articles of association and patent of incorporation of the company filed in the Department of the Interior is true and correct copies of the same and each of them.

In witness whereof I have hereunto set my hand and the corporate seal of the said company at the city of New York this twenty-fifth day of January, A. D. 1883.

[SEAL.]

SIDNEY STARBUCK,
Secretary.

STATE OF NEW YORK, *City and County of New York, ss:*

George H. Adams, being duly sworn, says: That he is the president of the Jamestown and Northern Railroad Company, and that the following is a true list of the officers of the company, with the full name and official designation of each, to wit: George H. Adams, president; Charles A. Spofford, vice-president; George H. Adams, Charles A. Spofford, James B. Fry, George R. Howell, Troilus H. Tyndale, directors; Sidney Starbuck, secretary.

Sworn to and subscribed before me this 25th day of January, A. D. 1883.

[SEAL.]

L. R. KIDDER,
Notary Public, (88), New York Co.

Whereas this railroad is a railroad corporation organized under the laws of the Territory of Dakota to construct a railroad from a point on the main line of the Northern Pacific Railroad one mile west of Jamestown, the county seat of Stutsman County, in said Territory, to a point on the international boundary line between the United States and the British possessions ten miles west of the northeast corner of Rolette County in said Territory;

And whereas this company desires and intends to extend its said railroad and to build a branch or branches thereof in the Territory of Dakota as hereinafter set forth, and in pursuance of the provisions of section 11 of chapter 46 of the laws of said Territory,

passed at the thirteenth session of the legislative assembly of the Territory of Dakota, approved February 18, 1879: Therefore,

Resolved, That the route of said extension and branch or branches is and shall be as follows:

Beginning at or near the town of Carrington, in Foster County, in said Territory of Dakota, on the line of the Jamestown and Northern Railroad, thence to the town of Sykeston, in Wells County and said Territory, and thence in a northwesterly direction to the Mouse or Servis River, and thence up and along said river to a point in the Territory of Dakota at or near the place where said river crosses the international boundary between the United States and the British possessions, of the estimated length of two hundred and fifty miles, and through or into the following-named counties, viz: Foster, Gingras, Wells, Sheridan, De Smet, McHenry, Stevens, Wynn, Renville, and Montrail, all in the Territory of Dakota; and

Resolved, That the president and secretary of the company be, and they are hereby, requested to certify a copy of the record of these resolutions and file the same in the office of the secretary of the Territory of Dakota, and to cause the said copy certified and filed as aforesaid to be recorded by the secretary of the said Territory according to law.

I, George H. Adams, president of the Jamestown and Northern Railroad Company, and I, Sidney Starbuck, secretary of said company, do hereby certify that the foregoing is a true and correct copy of resolutions duly adopted by the board of directors of said company at a regular meeting of said board of directors held at the city of New York on the fifth day of October, 1883, and that said resolutions are duly entered in the record of the proceedings of said board of directors.

In witness whereof we have hereunto set our hands and the seal of said company, at the city of New York, this 9th day of October, 1883.

[SEAL.]

GEORGE H. ADAMS,

President of the Jamestown and Northern Railroad Company.

SIDNEY STARBUCK,

Secretary of the Jamestown and Northern Railroad Company.

UNITED STATES OF AMERICA,

Territory of Dakota, Secretary's Office:

I, James H. Teller, secretary of the Territory of Dakota, do hereby certify that I have carefully compared the foregoing copy of the resolutions duly adopted by the board of directors of the Jamestown and Northern Railroad Company at a regular meeting of said board of directors held at the city of New York on the fifth day of October, 1883, with the original now on file in this office, and that the same is a correct transcript therefrom and of the whole thereof.

In testimony whereof I have hereunto set my hand and affixed the great seal of the Territory of Dakota, at Yankton, this 13th day of October, 1883.

[SEAL.]

JAMES H. TELLER,

Secretary of Dakota Territory.